



UNITED STATES ENVIRONMENTAL PROTECTION AGENCY
REGIONS 5
77 WEST JACKSON BOULEVARD
CHICAGO, IL 60604-3590

EPA Region 5 Records Ctr.



310165

REPLY TO THE ATTENTION OF:

To: File

From: Brian Kelly
On Scene Coordinator

Thomas Krueger *TK*
Office of Regional Counsel

Ruth Woodfork *RW*
Enforcement Specialist

Date: **AUG 06 2008**

Subject: Final Close-Out Memorandum for Removal Action
N-Forcer Site, Dearborn, Wayne County, Michigan

Spill No.: B55P

Statute of Limitations Date: August 12, 2008

PART 1. DESCRIPTION OF SITE AND REMOVAL ACTIONS

The N-Forcer Site (the Site) is a former vermiculite ore processing plant located at 14300 Henn Street, Dearborn, Wayne County, Michigan. The Site is situated on 2.7 acres in a mixed residential, commercial, and industrial neighborhood. A 16,000 square foot building is located on-site (Reference [Ref.] 1).

The facility at the Site was constructed in the late 1940s by National Siding to store manufactured steel siding materials. Zonolite Company began vermiculite ore processing operations at the Site in the early 1950s. In 1963, W.R. Grace & Company (WRG) acquired Zonolite Company and continued operations at the plant, manufacturing attic insulation and lightweight concrete products using vermiculite ore mined in Libby, Montana, until 1989. The vermiculite ore contained a form of amphibole asbestos, Libby Amphibole (LA). During the period that vermiculite ore was processed at the Site, CSX Transportation (CSX) owned and operated a railroad spur on the property, which was used to unload the vermiculite ore at the Site (Ref. 1).

In 1991, Paul Martin purchased a portion of the Site from his father's estate and purchased the remainder from WRG in 1992. Mr. Martin's father leased his portion of the property to WRG during its operations at the Site (Ref. 1).

On January 14, 2003, at the request of the Agency for Toxic Substances and Disease Registry (ATSDR), the United States Environmental Protection Agency (U.S. EPA) collected soil samples at the Site, which revealed asbestos concentrations from less than one percent to three percent in the soil outside the facility. A

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grab sample taken from inside the facility revealed asbestos levels at five percent, which is above U.S. EPA action levels (Ref. 1).

After extensive discussions with the OSC, Mr. Martin agreed to voluntarily address asbestos contamination inside his building. U.S. EPA agreed to this voluntary approach because its jurisdiction was less clear over an entirely indoor threat and cleanup. Mr. Martin also had funds sufficient to do that work, where it did not appear that he had the funds necessary to do the outdoor cleanup activity (Ref. 1).

U.S. EPA removal actions at the Site began on April 4, 2005. Asbestos-contaminated soil was excavated, geotextile fabric was placed on the excavation floor, and the areas were backfilled and restored. A total of 1,450 cubic yards of asbestos-contaminated soil and debris were shipped to an off-site location for disposal. While performing the removal actions at the Site, asbestos was discovered on an adjacent property, which is owned by CSX (the railroad property).

On May 17, 2005, U.S. EPA issued a Unilateral Administrative Order (UAO) to CSX, requiring CSX to conduct a removal action on the railroad property with U.S. EPA oversight. Between July 26, 2005, and August 4, 2005, CSX removed approximately 2,000 cubic yards of asbestos-contaminated soil from the railroad property for off-site disposal. The excavated areas were then backfilled and reseeded (Ref. 2, Ref. 3, Ref. 4, Ref. 5, Ref. 6, Ref. 7).

PART 2. COSTS INCURRED TO DATE

The U.S. EPA Superfund Accounting & Analysis Section reported the cumulative costs incurred by U.S. EPA during the removal action at this Site through March 31, 2008, in an Itemized Cost Summary Report prepared on April 3, 2008 (Ref. 8). These costs are itemized as follows:

• Total EPA Costs Before Interest	\$1,102,532.35
• Total Cost Recovered	\$0.00
• Total Unrecovered EPA Costs	\$1,102,532.35

PART 3. ENFORCEMENT ACTIONS AND POTENTIALLY RESPONSIBLE PARTY INFORMATION

ENFORCEMENT ACTIONS

On April 9, 2003, U.S. EPA sent General Notice of Potential Liability letters to WRG and Paul Martin.

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WRG responded on April 22, 2003. According to the response, WRG filed for Chapter 11 bankruptcy on April 2, 2001, and is not able to perform or finance removal activities at the Site (Ref. 9).

Richard A. Barr, attorney for Paul Martin, responded on May 15, 2003. According to the response, Mr. Martin is willing to cooperate with U.S. EPA and prepared a work plan to address asbestos abatement on the portion of the Site property owned or operated by Mr. Martin or the entities that he represents. Mr. Martin agreed to voluntarily address asbestos contamination inside his building. U.S. EPA agreed to this voluntary approach because its jurisdiction was less clear over an entirely indoor threat and cleanup. Mr. Martin also had funds sufficient to do that work, where it did not appear that he had the funds necessary to do the outdoor cleanup activity (Ref. 1, Ref. 10).

On July 9, 2003, U.S. EPA sent a General Notice of Potential Liability letter to CSX.

CSX responded on August 29, 2003, and stated that after reviewing its records, the company was unable to find any evidence that it or its predecessors owned or operated a railroad spur at the Site (Ref. 11).

A title search of the railroad property prepared for U.S. EPA in January 2005 found that CSX and its predecessors had owned a right-of-way to the Site railroad property since 1891 (Ref. 12).

On May 17, 2005, U.S. EPA issued a UAO to CSX requiring CSX to perform a removal action on the railroad property. On February 7, 2006, U.S. EPA sent a Completion of Work letter to CSX documenting that the work required by the UAO was completed. The UAO also required CSX to pay U.S. EPA all oversight response costs incurred in overseeing CSX's implementation of the work (Ref. 7, Ref. 13).

U.S. EPA filed a proof of claim in the bankruptcy proceedings for WRG and anticipates receiving reimbursement of at least some of the costs associated with the removal activities at the Site (Ref. 14).

POTENTIALLY RESPONSIBLE PARTY INFORMATION

The list of PRPs is:

PRP Name	Role at Site	Reason Not to Pursue
W.R. Grace & Company	Former Site owner and operator	U.S. EPA filed a claim in PRP's bankruptcy action and expects to receive reimbursement for costs incurred at the Site
CSX Transportation, Inc.	Transporter of vermiculite ore to the Site	PRP complied with the requirements of the UAO for the portion of the Site it owns.

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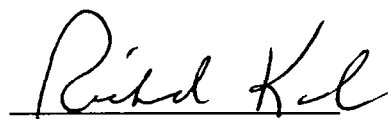
PRP Name	Role at Site	Reason Not to Pursue
Paul Martin	Site owner	PRP did not own the site during active operations or during disposal of asbestos materials. Efforts to voluntarily address indoor asbestos contamination provided significant benefit to the U.S. EPA and the environment and represent a contribution consistent with the limited extent of his potential liability at the Site.

PART 4. RECOMMENDATION AND REQUEST FOR APPROVAL

We recommend that this Site be closed out without further attempt to collect costs (other than continuing to pursue the claim filed in the bankruptcy case of WRG). CSX has complied with the requirements of the UAO. Remaining unrecovered costs associated with investigation of the adjacent CSX right of way prior to the UAO are believed to be minimal. CSX's liability at the site is likely to be severable from costs incurred on the N-Forcer Site. Paul Martin is not financially viable for cost recovery, and has conducted voluntary cleanup efforts at the Site that are consistent with the limited extent of his potential liability as a person who took ownership of the Site after all disposal occurred.

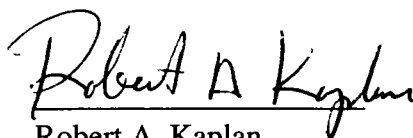
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Approval:



Richard Karl
Superfund Division Director

8-6-08
Date



Robert A. Kaplan
Regional Counsel

8/5/08
Date

Disapproval:

Richard Karl
Superfund Division Director

Date

Robert A. Kaplan
Regional Counsel

Date

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REFERENCE DOCUMENTS
N-FORCER SITE

- Reference 1 - Action Memorandum – Request for a Time-Critical Removal Action at the N-Forcer Site in Dearborn, Wayne County, Michigan; Undated
- Reference 2 - U.S. EPA Pollution Report; POLREP No. 1; Initiation of Action, W.R. Grace Dearborn (N-Forcer), 14300 Henn Street, Dearborn, MI; 04/08/2005
- Reference 3 - U.S. EPA Pollution Report; POLREP No. 2; W.R. Grace Dearborn (N-Forcer), 14300 Henn Street, Dearborn, MI; 04/22/2005
- Reference 4 - U.S. EPA Pollution Report; POLREP No. 3; Onsite Excavation Complete, W.R. Grace Dearborn (N-Forcer), 14300 Henn Street, Dearborn, MI; 05/02/2005
- Reference 5 - U.S. EPA Pollution Report; POLREP No. 4; Fund-Lead Activities Complete; W.R. Grace Dearborn (N-Forcer), 14300 Henn Street, Dearborn, MI; 05/20/2005
- Reference 6 - U.S. EPA Pollution Report; POLREP No. 5; Final, W.R. Grace Dearborn (N-Forcer), 14300 Henn Street, Dearborn, MI; 08/17/2005
- Reference 7 - U.S. EPA Administrative Order Pursuant to Section 106(a) of the Comprehensive Environmental Response, Compensation, and Liability Act of 1980, as Amended, 42 U.S.C. §9606(a); Docket No. V-W-05-C-816; 05/17/2005
- Reference 8 - Itemized Cost Summary, N-Forcer, Dearborn, MI; Costs Through 03/31/2008; Report Date: 04/03/2008
- Reference 9 - Letter to U.S. EPA from W.R. Grace & Co.; RE: N-Forcer Site, General Notice of Potential Liability; 04/22/2003
- Reference 10 - Letter to U.S. EPA from Richard A. Barr of Dean & Fulkerson; Re: N-Forcer Site, Dearborn, Michigan, General Notice of Potential Liability; 05/15/2003
- Reference 11 - Letter to U.S. EPA from CSX Transportation; RE: N-Forcer Site, General Notice of Potential Liability; 08/29/2003
- Reference 12 - Title Search Report for N-Forcer Site, Wayne County, Michigan; Submitted to: U.S. EPA; Submitted by: Science Applications International Corporation; 01/2005

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Reference 13 - Letter from U.S. EPA to Terri Rubis of Arcadis; Re: Completion of work under Order No. V-W-05-0-816 (sic), for the N-Forcer Site (CSXT Property), Dearborn, Wayne County, Michigan; 02/07/2006

Reference 14 – E-mail from Thomas Krueger/U.S. EPA to Ruth Woodfork/U.S. EPA; Subject: Re: W.R. Grace Dearborn (N-Forcer Site) PRP Lead; 08/22/2007

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EPA REGION 5
EMERGENCY ENFORCEMENT SERVICES SECTION
CLOSE-OUT MEMO

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Attorney, ORC (C-14J) – with Attachments

Records Center (SMR) – with Attachments

Original

Reference 1



UNITED STATES ENVIRONMENTAL PROTECTION AGENCY
REGION 5
EMERGENCY RESPONSE BRANCH
9311 GROH ROAD, ROOM 216
GROSSE ILE, MI 48138-1697

ACTION MEMORANDUM

REPLY TO ATTENTION OF:

SUBJECT: Request for a Time-Critical Removal Action at the N-Forcer Site in Dearborn, Wayne County, Michigan (Site ID #B55P)

FROM: Brian Kelly, On-Scene Coordinator
Emergency Response Section 1

James J. [Signature] for Brian Kelly

TO: Richard C. Karl, Director
Superfund Division

THRU: Thomas Geishecker, Acting Chief
Emergency Response Branch

I. PURPOSE

This action memorandum requests and documents approval to expend up to \$964,000 to conduct a time-critical removal action at the N-Forcer Site (also known as W.R. Grace & Company Dearborn plant and the Henn Street facility), 14300 Henn Street, Dearborn, Wayne County, Michigan, 48126. The proposed removal action is necessary to mitigate the immediate threat to public health posed by the presence of fibrous amphibole Libby Asbestos (LA). The asbestos contamination is the result of expansion of vermiculite from W.R. Grace's Libby, Montana, mine.

The response action proposed will mitigate the threats by: identifying facility soils contaminated with asbestos using modified polarized light microscopy (MPLM) or similar method; removing asbestos from all soil areas on the Site where asbestos is present at levels above 1% or which may pose an inhalation hazard; defining and investigating potential off-site locations where asbestos from the Site may have migrated or been moved; and removing asbestos from up to eight identified off-site locations where asbestos is present at levels above 1% or which may pose an inhalation hazard.

The proposed removal action is time-critical because of continued potential pathways of exposure.

This removal action will not address residential indoor materials or viable consumer products. The project will require an estimated 44 (34 removal, 10 day sampling) on-site working days to complete.

Asbestos removals are nationally significant. U.S. EPA is following Agency for Toxic Substances and Disease Registry (ATSDR), Michigan Department of Community Health (MDCH), and Michigan Department of Environmental Quality (MDEQ) guidance on cleanup levels. The removal will follow precedents and protocols set by other asbestos cleanups. The N-Forcer Site is not on the National Priorities List.

II. SITE CONDITIONS AND BACKGROUND

CERCLIS ID #MIN 000 508.756

A. Site Description and Background

The former W.R. Grace & Company (WRG) Dearborn plant (also known as the Henn Street Facility, Dearborn plant, and N-Forcer Site) is located at 14300 Henn Street, Dearborn, Wayne County, Michigan. Land use in the surrounding neighborhood includes recreational (a soccer field is located across the street), residential, educational, commercial, and industrial. The Site is currently defined as the 2.7 acre parcel at 14300 Henn Street, Dearborn, Michigan. The parcel currently has a single 16,000-square-foot building, which was utilized for the processing of vermiculite ore into attic insulation and lightweight concrete aggregate. The original Site consisted of a railroad spur, where raw ore was off-loaded, two storage silos, exfoliation furnaces, and bagging/processing space. Processing of vermiculite ore ended in 1989, when WRG ceased operations at the Dearborn plant. The storage silos and exfoliation furnaces were dismantled and removed and the railroad spur is no longer used.

During the 1950s, the Zonolite Company started leasing the facility to process vermiculite ore from Libby, Montana. In 1963, the Zonolite Company was acquired by WRG and continued to use the Dearborn plant to manufacture attic insulation and lightweight concrete products using Libby vermiculite ore. Die, Mold & Automation Components, Inc. (DMACI), currently operates on the Site.

According to WRG shipping records, the Dearborn plant processed about 206,000 tons of vermiculite ore from Libby, Montana, from 1966 to 1988 (this may be an underestimate as WRG likely started processing vermiculite at least 10 years prior to 1966). Over time, it became known that vermiculite ore mined from Libby was contaminated with asbestos fibers, including the amphibole asbestos varieties tremolite and actinolite, as well as the related fibrous asbestiform minerals winchite, richterite, and ferro-edenite. In this document, the asbestos in Libby vermiculite is referred to as LA.

Studies throughout the 1980s indicated that vermiculite workers showed increased rates of asbestos-related respiratory diseases. The findings at Libby and sites processing ore from Libby provided the impetus for investigating the Dearborn Site, as well as other sites across the nation that received asbestos-contaminated vermiculite from the Libby mine.

B. Vermiculite Processing

Vermiculite is a non-fibrous, platy weathered mica mineral type used in many commercial and consumer applications. Raw vermiculite ore is used in gypsum wallboard, cinder blocks, and other products. Exfoliated vermiculite ("popped" vermiculite) is formed by heating the ore to approximately 2,000 degrees Fahrenheit, which explosively vaporizes the water contained within the mineral structure and causes the vermiculite to expand by 10 to 15 times. The finished, expanded product is used as loose fill insulation (mainly for attics), a fertilizer carrier, and an aggregate in lightweight concrete.

ATSDR and MDCH interviews with former workers report that employees had the opportunity to take off-spec product (i.e. "popped" vermiculite) home for private use, typically as fill material in driveways or yards. Interviews with local residents indicated that there were large piles of silvery gray material in the southeast corner of the facility near the railroad tracks during the early-to-mid 1960s. It was reported that children would play in these piles and that some would load wagons of the material to bring home. Other residents described a gondola-like structure located near the office of the facility that would be loaded with bags of silvery material that people would pick up and use at their residence. Given the description of the material and the detection of LA in the surface soil near these locations on the facility, it is likely that the material that children played in and was brought to their homes was the waste stoner rock from the vermiculite exfoliation process. This stoner rock waste material is known to contain high levels of LA.

WRG reportedly cleaned the Dearborn plant in 1990, collecting four air samples inside the building and one outside the building to document their cleanup. Sample results, presumably from phase contrast microscopy analysis, indicated airborne fiber levels at 0.0005 fibers per cubic centimeter (f/cc), which is below the current Occupational Safety and Health Administration permissible exposure limit of 0.1 f/cc asbestos.

C. Off-Site Migration of Plant Materials

The vermiculite exfoliation process is known to produce large amounts of aerosolized particulate dust. In the case of Libby vermiculite, this dust may contain asbestos species consistent with the Montana ore (including tremolite and actinolite). Based on community interviews, dust from the Dearborn operation was known to frequently migrate off-site. Off-site migration of fugitive materials has been documented in several Inspection Reports and Complaint Cards filed through the Wayne County Air Quality Management Division from 1983 through 1990.

Adding to these complaints is a letter from the City of Dearborn to the Michigan Department of Public Health (now the MDCH). The subject line of the letter is "Manufacturer of Insulating Product (Vermiculite), Releasing Product into Surrounding Neighborhood." The complainant, a carpenter working in the area, reported that his

crew became ill after "ingesting the airborne product." The complainant described symptoms such as bitter taste, coughing, and vomiting.

D. Site Visits and Sampling

U.S. EPA inspected former vermiculite processing plants throughout the U.S. in 2000 to ascertain whether these sites still contained asbestos-contaminated vermiculite or related waste materials. U.S. EPA visited the Dearborn plant on February 25, 2000, to conduct a Phase I field inspection and owner interview. The resulting Preliminary Inspection Report, dated March 8, 2000, concluded that "no visual evidence of vermiculite from the Libby, Montana, mine was observed anywhere on the property." The WRG Dearborn plant was classified by U.S. EPA as "No Further Action Necessary." This initial assessments have been revised based on more recent investigations and information.

On September 27, 2002, staff from ATSDR, U.S. EPA, and MDCH visited the DMACI facility as part of ATSDR's National Asbestos Exposure Review. During this visit, staff observed vermiculite ore on the ground on the north and southeast areas of the property. Staff also observed material consistent with stoner rock behind the wooden slats of an interior wall in the main DMACI building.

These findings led ATSDR to ask U.S. EPA to test the wall cavity material, the indoor air of the room where the material was located, and several on-site soil samples for asbestos. On January 14, 2003, U.S. EPA collected four composite and two grab soil samples from around the property as well as two air samples from the work area and one grab sample of material from the interior wall space inside the main building. Analysis of the on-site composite surface soil samples (taken from five separate locations 0-2 inches below the surface) showed concentrations of tremolite and actinolite asbestos species ranging from non-detect (<1%) to 3%. The material in the wall cavity was found to contain from 5% to 6.9% asbestos, depending on the analytical method used. The detection limit of <1% is not a health-based standard, but represents the detection limit of the two methods used for the composite and grab samples.

E. Community Characteristics

In Michigan, the low-income percentage is 29% and the minority percentage is 18%. To meet the Environmental Justice (EJ) concern criteria, the area within 1 mile of the Site must have a population that is twice the state low-income percentage and/or twice the state minority percentage. That is, the area must be at least 58% low-income and/or 36% minority. At this Site, the low-income percentage is 51% and the minority percentage is 23% as determined by Arcview 3.0 EJ analysis. Therefore, this Site does not meet the Region's EJ criteria based on demographics as identified in "Region 5 Interim Guidelines for Identifying and Addressing a Potential EJ Case, June 1998."

F. Enforcement Activities

On April 9, 2003, a General Notice of Potential Liability was sent to the current Site owner Paul Martin. Discussions with Mr. Martin resulted in his agreement to remove and stabilize asbestos found inside the building. On March 3, 2004, Mr. Martin's consultant, Next Generation Service Group, submitted close out documentation of removal or stabilization of the indoor asbestos. As Mr. Martin did not notify U.S. EPA before implementing the cleanup plan, U.S. EPA is continuing to evaluate the work.

On April 9, 2003, a General Notice of Potential Liability was sent to W.R. Grace & Co. W.R. Grace & Co. informed U.S. EPA they were in bankruptcy and would not be participating in a cleanup.

On July 9, 2003, a General Notice of Potential Liability was sent to the adjacent property owner CSX Transportation. CSX sampled the railroad property adjacent to the former W.R. Grace facility, and on November 16, 2004, CSX consultant Arcadis reported the first round of sample results showed no asbestos. These results are inconsistent with U.S. EPA's results taken directly adjacent to the railroad property, which showed levels of asbestos between 1 and 6 percent. U.S. EPA is awaiting the second round of results.

G. MDCH and ATSDR Health Consultation Conclusions

MDCH has prepared a health consultation for the Site on behalf of ATSDR. The health consultation includes several conclusions concerning potential health risks currently presented by Site-related asbestos contamination. The conclusions as they apply to a U.S. EPA removal are summarized below:

1. The presence of asbestos-contaminated material (ACM) within the main building posed an indeterminate public health hazard to current workers at the Dearborn Site prior to its removal in December 2003. Likewise, exposure of household contacts of current DMACI workers prior to December 2003 posed an indeterminate public health hazard. It should be noted that airborne concentrations were found to be quite low and that the magnitude of this pathway is reduced compared to other historical pathways of exposure. Currently, this pathway probably represents no apparent health hazard to workers or their household contacts; however, efforts are ongoing to verify this conclusion (U.S. EPA and the Health Agencies are reviewing the current owners cleanup).
2. There are areas of residual LA contamination remaining in on-site soils. Exposure of workers, visitors, trespassers, and contractors to LA-contaminated soils on Site poses an indeterminate public health hazard. Changes in the condition or use of the property may exacerbate on-site exposures.

3. The Dearborn plant no longer processes vermiculite at the Site. The pathways for current or future community exposure to airborne Libby asbestos from facility emissions and to on-site waste piles have been greatly reduced, yet there remains an indeterminate health hazard. There is a small but potential risk that still exists from residual vermiculite contamination in the on-site soils, either from off-site migration of the soils or from resident exposure to unrestricted areas of the DMACI property. Plans to perform sampling in the surrounding neighborhood are ongoing and may lead to a re-evaluation of this hazard category as appropriate.
4. Residential indoor exposure to household dust containing Libby asbestos fibers from past plant emissions or waste rock brought home for personal use is considered no apparent health hazard for present and future community members. There is a small but potential risk that still exists from off-site migration of the residual vermiculite contamination in the on-site soils. Plans to perform sampling in the surrounding neighborhood are ongoing and may lead to a re-evaluation of this hazard category as appropriate.
5. Currently, individuals within the community could be exposed to airborne Libby asbestos from waste rock used as fill material, for gardening, or for paving driveways. This exposure pathway is an indeterminate public health hazard because insufficient information is available to determine the extent of the use of waste material within the community. Ongoing interviews and data collection from the neighborhood may lead to a re-evaluation of this hazard category as appropriate.

Table 3 of the Health Consultation performed by the MDCH, under Cooperative Agreement with the U.S. Department of Health and Human Services ATSDR, listed a number of potential pathways. Those relevant to this removal action are:

Table 3: Summary of Inhalation Pathways Considered for the WRG Dearborn, MI Site

Pathway Name	Exposure Scenario(s)	Past Pathway Status	Present Pathway Status	Future Pathway Status
On-site Soils	On-site workers, contractors, or community members disturbing contaminated on-site soils (residual contamination, buried waste)	Complete	Potential	Potential
Residential Outdoor	Community members using contaminated vermiculite or waste material at home or exposed as a result of windborne deposition from the facility	Potential	Potential	Potential

H. MDCH and ATSDR Health Consultation Recommendations for the Facility and Off-Site Locations

1. Verify that areas of contaminated vermiculite remaining inside the DMACI building, have been appropriately cleaned up. Verify remediation results with post-cleanup indoor air sampling or other appropriate techniques.
2. Characterize the extent and magnitude of remaining vermiculite contamination in on-site soils. Based on the results of the characterization, develop a plan to eliminate or reduce future exposures.
3. Characterize the degree and magnitude of remaining contamination in off-site soils in the neighborhood immediately surrounding the former WRG facility.

III. THREATS TO PUBLIC HEALTH OR WELFARE OR THE ENVIRONMENT, AND STATUTORY AND REGULATORY AUTHORITIES

A. Threats to Public Health or Welfare

The conditions at the N-Forcer Site present an imminent and substantial threat to the public health, or welfare, and the environment, and meet the criteria for a time-critical removal action provided for in the National Contingency Plan (NCP), Section 300.415, Paragraph (b)(2). These criteria include, but are not limited to, the following:

- (i) Actual or potential exposure to nearby human populations, animals, or the food chain from hazardous substances;

As documented by sampling conducted on-site, the concentrations of asbestos found in the surface soil show a human exposure pathway exists.

- (ii) High levels of hazardous substances in soils largely at or near the surface, that may migrate;

Vermiculite and pieces of amphibole asbestos are visible at the site surface, and could be potentially re-aerosolized and transported off-site by vehicles, bicycle, and pedestrian traffic. Wind, particularly in dry summer months, can also lead to off-site migration of fine asbestos fibers from contaminated surface soils. Rainfall and snow melt would also tend to wash the fibers off of the Site and to nearby streets and sewers.

Currently, U.S. EPA has not established an asbestos level in soil below which an exposure does not pose a risk. The 1% cut-off level for regulation under the Toxic Substances Control Act abatement program was established on the basis of analytical capability at the time, and was not established based on the level of risk represented. MDEQ has identified an asbestos cleanup criteria of 1% based on detection limits, which is a default to the "target detection limit." U.S. EPA has determined that in certain settings, concentrations of less than 1% posed unacceptable inhalation risks when subject to disturbance.

- (iii) Weather conditions that may cause hazardous substances or pollutants or contaminants to migrate or be released;

The warmer temperatures and dry weather typical in the summer and fall months in Dearborn will contribute to the migration of asbestos-containing soils. As soils dry they are more likely to be transported by wind, causing the asbestos to become airborne and available for inhalation. In the spring time snow melt, rainfall, or other forms of run-off will tend to spread the asbestos off Site.

- (iv) The availability of other appropriate Federal or State response mechanisms to respond to the release

No other Local, State, or Federal agency is in the position or currently has the resources to independently implement an effective response action to address the ongoing threats presented at the Site. U.S. EPA will conduct its actions in cooperation with State and local authorities. ATSDR, MDCH, and MDEQ have requested U.S. EPA assistance

IV. ENDANGERMENT DETERMINATION

The predominant fibrous nature of minerals found at the N-Forcer Site are LA amphibole asbestos. Asbestos can cause asbestosis and is a recognized human carcinogen, causing lung cancer and mesothelioma, a lethal neoplasm of the lining of the chest and abdominal cavities. Cancer of the larynx and esophageal lining has also been associated with exposure to asbestos. Commercial forms of asbestos have been found to be carcinogenic in experimental animals. The ATSDR and MDCH have recommended actions to remove the threat and close the human exposure pathways.

Actual or threatened releases of asbestos from this Site, if not addressed by implementing the response action selected in this Action Memorandum, may present an imminent and substantial endangerment to public health, welfare, and the environment.

V. PROPOSED ACTIONS AND ESTIMATED COSTS

A. Proposed Actions

The OSC proposes to undertake the following actions to mitigate the potential threats posed by the presence of hazardous substances at the Site:

1. Develop and implement a Health and Safety Plan and Site Security Plan;
2. Identify potential off-site locations through an air dispersion model and interviews, newspaper ads, and a public meeting, where residents will be asked to identify vermiculite fill around their homes;
3. Develop and implement an on-site and off-site sampling plan using the MPLM screening level (subsurface areas such as parking lots and sidewalks will not be sampled);
4. Determine the horizontal extent of asbestos contamination in the contaminated soils and identify areas requiring response actions;
5. Excavate and remove asbestos-contaminated soils to a maximum depth of 18 inches or otherwise prevent exposure from on-site surface soils from areas contaminated with $\geq 1\%$ asbestos or which may pose an inhalation hazard;
6. Excavate and remove or otherwise prevent exposure from asbestos contaminated off-site soils if investigations find no more than 8 affected homes;
7. Dispose of contaminated soils at an EPA-approved off-site disposal facility in accordance with the U.S. EPA Off-Site Rule (40 CFR §300.440);
8. Perform personal air sampling and ambient air sampling during removal activities;
9. Implement engineering measures to control dust during the cleanup;
10. Install a recognizable marker at the bottom of the excavated area prior to backfill if asbestos remains;
11. Analyze samples using modified and standard PLM and Transmission Electron Microscopy (or comparable analytical method) to assess whether contamination is present and whether sufficient excavation has occurred; and
12. Backfill excavated areas with clean soil and restore property to original pre-removal condition;

It is important to note that U.S. EPA does not assert that soil concentration of less than 1% LA are necessarily safe or acceptable, and in appropriate circumstances, soils with less than 1% LA may be removed under the current response action. Depending on the accessibility and frequency of exposure, U.S. EPA may elect to remove or isolate soils containing less than 1% LA.

During a conference call on October 28, 2004, between U.S. EPA, ATSDR and MDCH, the health agencies, in particular MDCH, cited Michigan 201 regulations in support of a 1% screening level. Based on guidance from the health agencies, U.S. EPA intends to use the MPLM for screening, remove asbestos above 1% or which may cause a inhalation hazard to a maximum estimated depth of 18 inches, and resample. If asbestos contamination remains after the 18 inch excavation, U.S. EPA will install a marker to show the extent of excavation. Activity-based sampling may be used on a case-by-case basis, in consultation with ATSDR and MDCH.

This cleanup is being conducted as a Time-Critical Removal Action. A letter was sent to Steven Kitler of MDEQ on November 4, 2004, asking the State to identify ARARs. Identified Federal and State ARARs will be complied with to the extent practicable.

In accordance with Section 300.415(l), U.S. EPA will pursue appropriate arrangements for post-removal Site controls to ensure the long-term integrity of the removal.

All hazardous substances, pollutants, or contaminants removed off-site pursuant to this removal action for treatment, storage, and disposal shall be treated, stored, or disposed of at a facility in compliance, as determined by U.S. EPA, with the U.S. EPA Off-Site Rule, 40 C.F.R. § 300.440.

The response actions described in this memorandum directly address the actual or threatened release at the Site of a hazardous substance, or of a pollutant, or of a contaminant which poses an imminent and substantial endangerment to public health, welfare, or the environment. These response actions do not impose a burden on affected property disproportionate to the extent to which that property contributes to the conditions being addressed.

The estimated cleanup contractor cost is presented in Attachment 1 and estimated project costs are summarized below.

B. Estimated Costs

The following cost estimates include costs associated with the removal actions for purposes of creating a total project ceiling. These costs are being estimated anticipating that the project will need to be performed as a fund lead action. The costs do not include any past or future investigation costs on the site. Costs are projected as follows:

Regional Removal Allowance Costs

Cleanup Contractor Costs	\$ 602,883
ERT	\$ 80,000
U.S. Coast Guard Atlantic Strike Team	\$ 20,000

Other Extramural Cost Not Funded from the Regional Allowance:

START	\$ 100,253
-------	------------

Subtotal, Extramural Subtotal	<u>\$ 803,136</u>
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Extramural Costs Contingency (20% of Subtotal)	\$ 160,627
---	------------

TOTAL, Removal Action Project Ceiling	\$ 964,000 (rounded) ✓
---------------------------------------	------------------------

This estimate is based on a 1-acre cleanup of the Site and an estimated eight affected homes off Site. It should be noted that at the Western Mineral Site significantly more than eight homes were found to be contaminated. If greater than eight homes are found to be contaminated, the OSC will prepare an action memorandum amendment or refer the Site to other programs (State, Remedial, etc).

VI. EXPECTED CHANGE IN THE SITUATION SHOULD ACTION BE DELAYED OR NOT TAKEN

If action is delayed, potential public health risks posed by asbestos fibers will remain and may be aggravated or increased through further dispersal.

VII. OUTSTANDING POLICY ISSUES

Asbestos removals have been completed in Region 5, and around the country at removal sites under Section 300.415 of the NCP and NESHAPS regulation under 40 CFR Section 61.150. Because no national asbestos standards for soil exist, U.S. EPA is consulting with ATSDR and MDCH.

Because of the potentially broad impact of the vermiculite ore with high levels of LA, Region 5 is coordinating with U.S. EPA Headquarters and other regions to assure a consistent approach to LA issues.

VIII. ENFORCEMENT

For administrative purposes, information concerning the enforcement strategy for this site is contained in the attached Enforcement Confidential Addendum.

The total EPA costs for this removal action based on full-cost accounting practices that will be eligible for cost recovery are estimated to be \$1,465,000.

$$(\$ 964,000 + \$65,000^1) + (42.38\%^2 \times \$1,029,000) = \$1,465,000 \text{ (rounded)}$$

IX. RECOMMENDATION

This decision document represents the selected Removal Action for the N-Forcer Site, developed in accordance with CERCLA as amended, and not inconsistent with the NCP. This decision is based on the Administrative Record for the Site. Conditions at the Site meet the NCP §300.415(b)(2) criteria for a Removal Action, and your approval is recommend. The total project ceiling, if approved, will be \$964,000. Of this, \$863,510 may be used for cleanup contractor costs. You may indicate your decision by signing below.

APPROVE: Richard Karl
Richard Karl, Director
Superfund Division

Date: 2-27-05

DISAPPROVE: _____
Richard Karl, Director
Superfund Division

Date: _____

¹Direct Costs include direct extramural costs and direct intramural costs.

²Indirect costs are calculated based on an estimated indirect cost rate expressed as a percentage of site-specific direct costs, consistent with the full cost accounting methodology effective October 2, 2000. These estimates do not include pre-judgment interest, do not take into account other enforcement costs, including Department of Justice costs, and may be adjusted during the course of a removal action. The estimates are for illustrative purposes only and their use is not intended to create any rights for responsible parties. Neither the lack of a total cost estimate nor deviation of actual total costs from this estimate will affect the United States' right to cost recovery.

Enforcement Addendum

Attachments:

- Attachment 1 - Cleanup Contractor Costs
- Attachment 2 - Administrative Record Index
- Attachment 3 - ATSDR Draft Health Consultation
- Attachment 4 - Environmental Justice Analysis
- Attachment 5 - Independent Government Cost Estimate

cc: D. Chung, U.S. EPA, 5203-G
M. Chezik, U.S. DOI, w/o Enf. Addendum
Steven E. Chester, Director, Michigan DEQ, w/o Enf. Addendum
Steve Kitler, Michigan DEQ, w/o Enf. Addendum
Michael Cox, Attorney General, Michigan, w/o Enf. Addendum

bcc: M. Colvin, U.S. EPA, MRS-10J, w/o Enf. Addendum
R. Woodfork, U.S. EPA, SE-5J
A. Marouf, U.S. EPA, SR-6J, w/o Enf. Addendum
T. Geishecker, U.S. EPA, SE-5J
J. El-Zein, U.S. EPA, SE-GI
M. Gorier, U.S. EPA, SE-5J
M. Johnson, ATSD-4J, w/o Enf Addendum
W. Messenger, U.S. EPA, SE-5J
T. Krueger, C-14J
B. Kelly, U.S. EPA, SE-GI
Public Affairs, P-19J, w/o Enf. Addendum
ERB Reading File, (C. Beck), U.S. EPA, SE-5J, w/o Enf. Addendum
ERB Delivery Order File, (C. Norman), U.S. EPA, SE-5J, w/o Enf. Addendum
Record Center, (SMR-7J)
Contracting Officer, U.S. EPA, MCC-10J, w/o Enf. Addendum

ENFORCEMENT ADDENDUM

N-FORCER SITE DEARBORN, WAYNE COUNTY, MICHIGAN

DECEMBER 2004

ENFORCEMENT CONFIDENTIAL NOT SUBJECT TO DISCOVERY

The former W.R. Grace & Company (WRG, Henn Street Facility, and Dearborn Plant and N-Forcer Site) is located at 14300 Henn Street, Dearborn, Wayne County, Michigan. Land use in the surrounding neighborhood includes recreational, residential, educational, commercial and industrial. The Site is 2.7 acres and has a single 16,000-square-foot building (including roughly 2,000 square feet of office space) which was utilized for the processing of vermiculite ore into attic insulation and lightweight concrete aggregate. The original Site consisted of a railroad spur, where raw ore was off-loaded, two storage silos, exfoliation furnaces, and bagging/processing space. Processing of vermiculite ore ended in 1989, when WRG ceased operations at the Dearborn plant.

The current facility on Henn Street was constructed in the late 1940s by National Siding to store manufactured steel siding materials. Processing of vermiculite ore from Libby, Montana, at the Dearborn plant, was thought to start during the early 1950s, coinciding with the Zonolite Company assuming use of the facility. In 1963, the Zonolite Company was acquired by WRG and continued to use the Dearborn plant to manufacture attic insulation and lightweight concrete products using Libby vermiculite ore. The Dearborn plant was operated by WRG before its closure in 1989, while WRG closed the mine in Libby, Montana, in 1990. The Site is currently owned and operated by Die, Mold & Automation Components, Inc. (DMACI), a light industrial facility that produces N-Forcer nitrogen gas springs and wear plates. Formerly the neighboring facility to the west, DMACI expanded their operations onto the former WRG property in 1992. The storage silos and exfoliation furnaces have been dismantled and the railroad spur is no longer used.

Shipping records from the former company, W.R. Grace, showed that the plant processed about 206,055 tons of vermiculite ore from Libby, Montana, from 1966 to 1988. The processing of vermiculite from Libby at WRG likely started at least 10 years prior to 1966. It became known that vermiculite ore mined from Libby was contaminated with asbestos fibers, including the amphibole asbestos varieties tremolite and actinolite, as well as the related fibrous asbestiform minerals winchite, richterite, and ferro-edenite.

Studies throughout the 1980s indicate that vermiculite workers showed increased rates of asbestos-related respiratory diseases. The WRG Dearborn plant is being studied as part of the National Asbestos Exposure Review (NAER) due to the high volume of

vermiculite ore processed and the high levels of Libby asbestos fibers likely released from the exfoliation process.

The Agency for Toxic Substances and Disease Registry (ATSDR) asked for U.S. EPA's assistance in collecting samples at the Site. The samples were collected on January 14, 2003. The results from the sampling found asbestos concentrations in the soil at the Site ranging from <1% to 3% outside and one grab sample from material inside the facility was 5% asbestos which is considered above the action levels used by U.S. EPA, Region 5. Based on the Site assessment performed by ATSDR, and the U.S. EPA, additional environmental sampling will be conducted to include neighboring off-site areas.

Mr. Paul Martin purchased part of the Site from his father's estate in 1991 and part of the Site from WRG in 1992. Mr. Martin's father leased a part of the property to WRG during the time WRG processed vermiculite.

CSX is believed to be the owner of the rail spur on the Site where vermiculite ore was loaded and unloaded.

WRG operated at the Site and was responsible for the release of asbestos into the environment. WRG is currently in bankruptcy and the N-Forcer cleanup is one of the claims for payment that the United States has made in that bankruptcy.

U.S. EPA issued a notice letter to WRG, CSX and Mr. Martin on July 9, 2003. In response to that notice, WRG replied that due to its bankruptcy it could not get approval for funding to do the work.

After extensive discussions with the OSC, Mr. Martin agreed to voluntarily address LA contamination inside his building. Mr. Martin also had funds sufficient to do that work, where it does not appear that he has the funds necessary to do the outdoor cleanup activity.

It is not clear to what extent the LA contamination extends to or under the spur line. CSX has also raised some question about whether it actually owns the line. CSX has cooperated in voluntarily conducting sampling around the spur line. There is some indication they may also be willing to address any contamination that is found, due to the sensitivity and difficulty of excavation activity in the vicinity of railroad tracks. This would, however, represent only a very small portion of the overall cleanup and would be the only portion of the site for which CSX could be held liable.

Because of the high levels of asbestos, this Site will be considered as a Time-Critical Fund Lead Removal Action. U.S. EPA will seek cost recovery and hopes that it will receive a significant payment from WRG.

**ATTACHMENT 1
CLEANUP CONTRACTOR ESTIMATE**

**N-FORCER SITE
DEARBORN, WAYNE COUNTY, MICHIGAN**

DECEMBER 2004

Personnel & Equipment	\$ 257,008
Materials & Misc	\$ 178,400
Transportation and Disposal	\$ 167,475
TOTAL	\$ 602,883

**ATTACHMENT 2
ADMINISTRATIVE RECORD INDEX
N-FORCER SITE
DEARBORN, WAYNE COUNTY, MICHIGAN**

DECEMBER 2004

<u>Date</u>	<u>Author</u>	<u>Recipient</u>	<u>Title Description</u>	<u>Pages</u>
00/00/04	B. Kelly	R. Karl	Action Memo (Pending)	
12/03	Weston	J. Justice	Draft Site Assessment Report	
10/25/04	MDCH		Draft Health Consultation (DHC)	
00/00/04	MDCH	J.El-Zein	Request for DHC Implementation	
00/00/04	MDEQ	J.El-Zein	Request for assistance	
00/00/04	ATSDR	J.El-Zein	Request for DHC Implementation	

**ATTACHMENT 3
MDCH/ATSDR DRAFT HEALTH CONSULTATION**

**N-FORCER SITE
DEARBORN, WAYNE COUNTY, MICHIGAN**

DECEMBER 2004

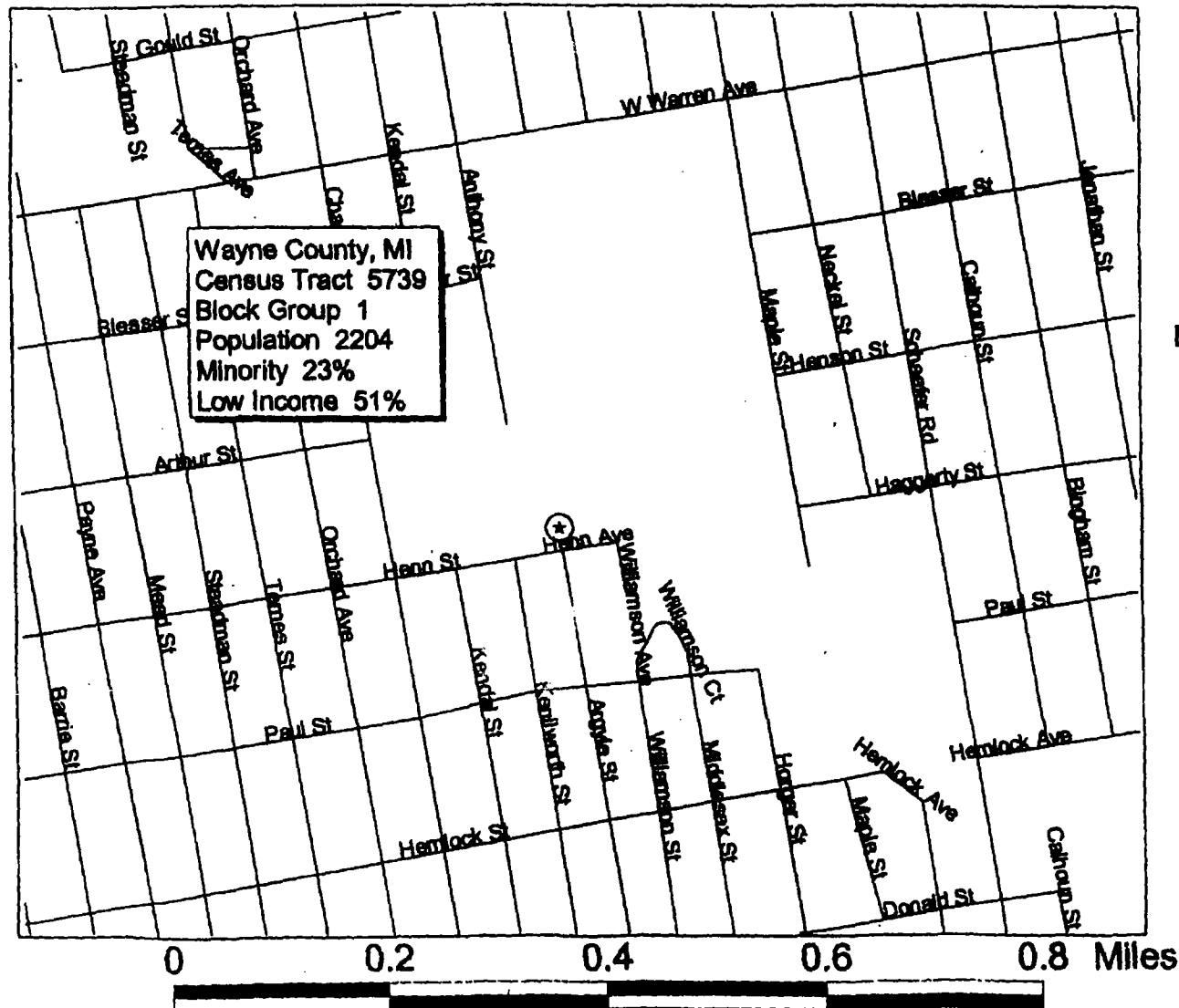
**ATTACHMENT 4
ENVIRONMENTAL JUSTICE ANALYSIS**

**N-FORCER SITE
DEARBORN, WAYNE COUNTY, MICHIGAN**

DECEMBER 2004

Region 5 Superfund EJ Analysis

N-Forcer Site Dearborn, MI



State of Michigan averages:
Minority: 18%
Low Income: 29%

U.S. EPA Region 5
Environmental Justice Case Criteria
for State of Michigan

Minority: 36% or greater
Low Income: 58% or greater

⊙ Site Location

Date of Map: 5/22/03

Source of Map: Census 2000 Database/
ArcView 3.0

**ATTACHMENT 5
INDEPENDENT GOVERNMENT COST ESTIMATE**

**N-FORCER SITE
DEARBORN, WAYNE COUNTY, MICHIGAN**

DECEMBER 2004

Independent Government Cost Estimate
N-Forcer Site
Dearborn, Michigan

REMOVAL PHASE	Days		
Mobilization	2		240000
Excavation	25	2 days per house equivalent	
Restoration	5		
Demobilization and decon	2		
	34	Estimated Removal	

ERRS

T&D

	Quantity	Unit	Unit Price	Disposal Total	Transportation and Fees	Disposal and Confirmation Samples	Total
Source Area Soils/Waste*	7,300	yards ³	22	160,600		1,500	\$162,100
Contaminated Water	3,500	gallons	0.5	1,750		1,500	\$3,250
PPE Disposal	25	yards ³	25	625		1,500	\$2,125
						T&D TOTAL	\$167,475

Personnel

	Ave Regular/Overtme Rate	Hours	Labor Cost	PerDiem	Lodging	Total
Response Manager	71.72	390	\$27,971	1,734	3,638	\$33,343
Forman	58.25	380	\$21,375	1,734	3,638	\$26,747
FCA	58.48	340	\$19,883	1,734	3,638	\$25,255
Equipment Operator	70.42	340	\$23,943	1,734	3,638	\$29,315
Cleanup Tech	40.13	340	\$13,844	1,734	3,638	\$19,016
Cleanup Tech	40.13	272	\$10,915	1,734	3,638	\$16,287
Cleanup Tech	40.13	272	\$10,915	1,734	3,638	\$16,287
Chemist	55.33	17	\$941	NA	NA	\$941
T&D Coordinator	50.58	17	\$860	NA	NA	\$860
Health and Safety	47.73	17	\$811	NA	NA	\$811
					total	\$168,863

Equipment	Daily Rate	Weekly Rate	Monthly Rate	Length	Lump Sum	
Pick-ups (4)	240			40		\$9,600
Excavator (1)	409			35		\$14,315
Porta John (3)		150		9		\$1,350
Loader (1)	430			35		\$15,050
Dozer	488			35		\$17,080
Generator	65			35		\$2,275
Pressure Washer (2)	80			40		\$3,200
Decon Trailer	50			35		\$1,750
Storage Trailer	28			40		\$1,120
Water, dust suppression					\$5,000	\$5,000
Fuel	100			40		\$4,000
Office furniture					\$1,500	\$1,500
Misc Field Equipment	250			35		\$8,750
Computer-Portable						
PC (2)	22			40		\$880
Phone Service	35			35		\$1,225
Site Trailer (1)	30			35		\$1,050
					total	\$88,145

Pers & Equip TOTAL \$257,008

Materials &

Miscellaneous

	Quantity	Unit	Unit Price	Cost	Lump Sum	Bulk Estimate
Liner	30,000	sq ft	2	60,000	NA	\$60,000
Restoration					\$25,000	\$25,000
Backfill	7,300	yds ³	8			\$58,400
Asbestos air monitoring support					\$35,000	\$35,000
					MISC. TOTAL	\$178,400

ERRS SUBTOTAL \$802,883

EPA	
Environmental Response Team	
Air Modeling	\$40,000
Sampling	\$40,000
ERT TOTAL	\$80,000

USCG Atlantic	
Strike Team	
Personnel	\$15,000
PPE & Misc	\$5,000
AST TOTAL	\$20,000

START							
	Rate	Hours	Labor Cost/Unit Cost	PerDiem	Lodging	Cost	TOTAL
Removal Support	65	340	\$22,100	1,734	3,638		\$27,472
Sampling & Off-Site support	65	300	\$19,500	1,734	3,638		\$24,872
START- Project Mgt.	100	96	\$9,600	0	0		\$9,600
GIS/Engineering	120	40	\$4,800				\$4,800
Confirmation Air Sampling						\$10,000	\$10,000
Equipment: vehicle, air monitoring, supplies			\$200				\$6,800
PMO 20%							\$16,709
START TOTAL							\$100,253

EXTRAMURAL COSTS:

<u>Regional Removal Allowance Costs</u>	
ERRS, ERT, USCG	\$702,883
<u>Other Extramural Cost Not Funded from the Regional Allowance:</u>	
START, including multiplier costs	\$100,253
Subtotal, Extramural Subtotal	\$803,135
Extramural Cost Contingency - 20%	\$160,627
TOTAL, Removal Action Project Ceiling	\$963,762

* 8 homes * 1/4 acres per house = 2 acres +1 on-site acre = 3 acres (3*6272665 in2) x 18 inches (depth of excavation) /46656 = 7260 y3

1 acre = 1 y3 =
6272665 in2 46656 in

**ATTACHMENT 5
INDEPENDENT GOVERNMENT COST ESTIMATE**

**N-FORCER SITE
DEARBORN, WAYNE COUNTY, MICHIGAN**

DECEMBER 2004

Independent Government Cost Estimate
N-Forcer Site
Dearborn, Michigan

REMOVAL PHASE	Days	
Mobilization	2	240000
Excavation	25	2 days per house equivalent
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Demobilization and decon	2	
	34	Estimated Removal

ERRS

T&D

	Quantity	Unit	Unit Price	Disposal Total	Transportation and Fees	Disposal and Confirmation Samples	Total
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PPE Disposal	25	yards ³	25	625		1,500	\$2,125
						T&D TOTAL	\$167,475

Personnel

Personnel	Ave Regular/Overtime Rate	Hours	Labor Cost	PerDiem	Lodging	Total
Response Manager	71.72	390	\$27,971	1,734	3,638	\$33,343
Forman	56.25	390	\$21,375	1,734	3,638	\$26,747
FCA	58.48	340	\$19,883	1,734	3,638	\$25,255
Equipment Operator	70.42	340	\$23,943	1,734	3,638	\$29,315
Cleanup Tech	40.13	340	\$13,644	1,734	3,638	\$19,016
Cleanup Tech	40.13	272	\$10,915	1,734	3,638	\$16,287
Cleanup Tech	40.13	272	\$10,915	1,734	3,638	\$16,287
Chemist	55.33	17	\$941	NA	NA	\$941
T&D Coordinator	50.58	17	\$860	NA	NA	\$860
Health and Safety	47.73	17	\$811	NA	NA	\$811
					total	\$168,863

Equipment	Daily Rate	Weekly Rate	Monthly Rate	Length	Lump Sum	
Pick-ups (4)	240			40		\$9,600
Excavator (1)	409			35		\$14,315
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Loader (1)	430			35		\$15,050
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Site Trailer (1)	30			35		\$1,050
					total	\$88,145

Pers & Equip TOTAL \$257,008

Materials & Miscellaneous

	Quantity	Unit	Unit Price	Cost	Lump Sum		Bulk Estimate
Liner	30,000	sq ft	2	60,000	NA	NA	\$60,000
Restoration Backfill	7,300	yards ³	8		\$25,000		\$25,000
Asbestos air monitoring support					\$35,000		\$35,000
						MISC. TOTAL	\$178,400

ERRS SUBTOTAL \$602,883

EPA		
Environmental Response Team		
Air Modeling		\$40,000
Sampling		\$40,000
	ERT TOTAL	\$80,000

START						
	Rate	Hours	Labor Cost/Unit Cost	PerDiem	Lodging	TOTAL
Removal Support	65	340	\$22,100	1,734	3,638	\$27,472
Sampling & Off-Site support	65	300	\$19,500	1,734	3,638	\$24,872
START- Project Mgt.	100	96	\$9,600	0	0	\$9,600
GIS/Engineering	120	40	\$4,800			\$4,800
Confirmation Air Sampling						\$10,000
Equipment: vehicle, air monitoring, supplies			\$200			\$6,800
PMO 20%						\$16,709
START TOTAL						\$100,253

Regional Removal Allowance Costs

Other Extramural Cost Not Funded from the Regional Allowance:

Subtotal, Extramural Subtotal	\$803,135
--------------------------------------	------------------

Extramural Cost Contingency - 20%	\$160,627
--	------------------

TOTAL, Removal Action Project Ceiling	\$963,762
--	------------------

* 8 homes * 1/4 acres per house = 2 acres + 1 on-site acre = 3 acres (3*6272665 in²) x 18 inches (depth of excavation) / 46656 = 7260 y³



ATTACHMENT 1

U.S. ENVIRONMENTAL PROTECTION AGENCY REMOVAL ACTION

ADMINISTRATIVE RECORD FOR N-FORCER SITE DEARBORN, WAYNE COUNTY, MICHIGAN

ORIGINAL
FEBRUARY 27, 2005

<u>NO.</u>	<u>DATE</u>	<u>AUTHOR</u>	<u>RECIPIENT</u>	<u>TITLE/DESCRIPTION</u>	<u>PAGES</u>
1	12/00/03	Weston Solutions, Inc.	U.S. EPA	Site Assessment Report for the N-Forcer Site	28
2	10/25/04	MDEQ/ATSDR	U.S. EPA	Health Consultation for the W.R. Grace Dearborn Plant (a/k/a Zonolite Company/WR Grace) (DRAFT)	37
3	11/04/04	Kitler, S., MDEQ	Kelly, B., U.S. EPA	E-Mail Transmission re: MDEQ's Request for U.S. EPA Assistance at the N-Forcer Site	2
4	11/08/04	Janus, E., MDCH	El-Zein, J., U.S. EPA	Letter re: MDCH's Request for U.S. EPA Assistance at the Former W.R. Grace Facility	2
5	12/03/04	Johnson, M., ATSDR	Kelly, B., U.S. EPA	E-Mail Transmission re: MDCH/ATSDR's Request for U.S. EPA Assistance at the N-Forcer Site	1
6	02/27/05	Kelly, B., U.S. EPA	Karl, R., U.S. EPA	Action Memorandum: Request for a Time-Critical Removal Action at the N-Forcer Site (PORTIONS OF THIS DOCUMENT HAVE BEEN REDACTED)	16

UPDATE #1
MAY 13, 2005

1	00/00/04	ATSDR	El-Zein, J., U.S. EPA	Letter re: Request for DHC Implementation	
2	00/00/00	Kelly, B., U.S. EPA	Karl, R., U.S. EPA	Enforcement Action Memo: Determination of Threat to Public Health and the Environment and Selection of a Time-Critical Removal Action at the N-Forcer Site (PENDING)	

**ATTACHMENT 2
SITE ASSESSMENT
N-FORCER SITE
DEARBORN, WAYNE COUNTY, MICHIGAN**

MAY 2005

**ATTACHMENT 3
N-FORCER ACTION MEMO
N-FORCER SITE
DEARBORN, WAYNE COUNTY, MICHIGAN**

MAY 2005

Reference 2

**United States Environmental Protection Agency
Region V
POLLUTION REPORT**

Date: Friday, April 08, 2005
From: Brian Kelly, OSC

To:

L Nachowicz, EPA	J El-Zein, EPA
M Canavan, EPA	T Krueger, EPA
R Woodfork, EPA	David Novak, EPA
Erik Janus, MDCH	M Hans, EPA
M Chezick, DOI	D Chung, EPA - HQ
Tracy Johnson, EPA	M Johnson, ATSDR
S Kitler, DEQ	B Boyle, MDCH
J Walczak, DEQ	P King, EPA
N Seif, DEQ	A Marouf, EPA
J Mackey, Congressman Conyers	G Howard, DLEG
T Vincent, DEQ	J Kawecki, EPA
Cheryl Allen, EPA	Amina El-Husseini, City of Dearborn
Hikmet Jamil, ACCESS	T Harper, Dearborn Police Department

Subject:
Initiation of Action
W.R. Grace Dearborn (N-Forcer)
14300 Henn Street, Dearborn, MI

POLREP No.:	1	Site #:	B55P
Reporting Period:		D.O. #:	
Start Date:	4/4/2005	Response Authority:	CERCLA
Mob Date:	4/4/2005	Response Type:	Time-Critical
Completion Date:		NPL Status:	Non NPL
CERCLIS ID #:	MIN 000 508 756	Incident Category:	Removal Action
RCRIS ID #:		Contract #	

Site Description

The former W.R. Grace & Company (WRG) Dearborn plant (also known as the Henn Street Facility, Dearborn plant, and N-Forcer Site) is located at 14300 Henn Street, Dearborn, Wayne County, Michigan. Land use in the surrounding neighborhood includes recreational (a soccer field is located across the street), residential, educational, commercial, and industrial. The site has a single 16,000 square-foot building, which was used to process vermiculite ore into attic insulation and lightweight concrete aggregate. The original site consisted of a railroad spur where raw ore was off-loaded, two storage silos, exfoliation furnaces, and bagging/processing space.

During the 1950s, the Zonolite Company started leasing the facility to process vermiculite ore from Libby, Montana. In 1963, the Zonolite Company was acquired by WRG and continued to use the Dearborn plant to manufacture products using Libby, Montana, vermiculite ore. According to WRG shipping records, the Dearborn plant processed approximately 206,000 tons of vermiculite ore from Libby, Montana, from 1966 to 1988. Although WRG vermiculite processing allegedly began 10 years prior to this, records are not available on the quantity of vermiculite associated with this earlier period.

Over time, it became known that vermiculite ore mined from Libby, Montana, was contaminated with asbestos fibers, including the amphibole asbestos varieties tremolite and actinolite, as well as the related fibrous asbestiform minerals.

Studies throughout the 1980s identified an increased rate of asbestos-related respiratory diseases in vermiculite workers. The findings at the Libby mine site and sites processing ore from Libby,

Montana, provided the impetus for investigating the Dearborn Site, as well as other sites across the nation that received asbestos-contaminated vermiculite from the Libby, Montana, mine. In 1989, WRG ceased operations at the Dearborn plant. The storage silos and exfoliation furnaces were dismantled and removed, and use of the railroad spur ceased.

Another company currently operates on the Site.

Current Activities

Week of April 04, 2005, EPA, ATSDR, MDCH, ERT, ERRS, and START mobilized to site: support facilities were established; the excavation area was secured with snow fencing; and ERT collected background perimeter air samples. EPA Community Involvement Coordinators began contacting residents living within approximately one-half mile radius of the site.

April 5, George Howard from the Michigan Department of Labor and Economic Growth's asbestos program and Thomas Vincent from the MDEQ's asbestos program visited the site. EPA held a public meeting to inform the community of the planned onsite excavation and residential yard investigation. Prior community involvement included attending a public meeting in December 2004, two direct mailings, two English and two Arabic newspaper ads, and coordination with ACCESS, a local community organization. In addition, Jane Mackey from Congressman Conyers office contacted EPA to offer assistance.

April 11, perimeter air sampling was initiated, and onsite excavation started in area 1 (behind the building). EPA will excavate to a maximum depth of 18in below ground surface.

April 12, EPA completed contacting residents within ½ of the site. Over 1,000 homes were visited. EPA has entered into the site database 675 of these visits. Of the 675 visits entered, 261 residents were home or responded to cards asking them to contact EPA. 80 homes have been inspected and 50 more are scheduled to be completed. Of the homes inspected, 15 have been selected for further investigation. No tremolite bundles have been found off site.

Starting on April 13, MDEQ's RRD provided two inspectors to assist EPA with visual inspection of yards.

EPA is continuing to work with CSX Transportation, Inc. to cleanup the adjacent railroad property.

Planned Removal Actions

- 1) Continue visual inspections;
- 2) Excavate and dispose of contaminated soil;
- 3) Vacuum/wash concrete pads;
- 4) Repave asphalt parking areas;
- 5) Restore site conditions;
- 7) Sample residential areas based on visual inspections and an air deposition model;
- 8) Work with CSX Transportation, Inc on access and cleanup of railroad property.

www.epaossc.org/wrgdearborn

Reference 3

**United States Environmental Protection Agency
Region V
POLLUTION REPORT**

Date: Friday, April 22, 2005

From: Brian Kelly, OSC

To: L Nachowicz, EPA M Canavan, EPA R Woodfork, EPA Erik Janus, MDCH M Chezick, DOI Tracy Johnson, EPA S Kitler, DEQ J Walczak, DEQ N Seif, DEQ J Mackey, Congressman Conyers T Vincent, DEQ Cheryl Allen, EPA Hikmet Jamil, ACCESS	J El-Zein, EPA T Krueger, EPA David Novak, EPA M Hans, EPA D Chung, EPA - HQ M Johnson, ATSDR B Boyle, MDCH P King, EPA A Marouf, EPA G Howard, DLEG J Kawecki, EPA Amina El-Husseini, City of Dearborn T Harper, Dearborn Police Department
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Subject: W.R. Grace Dearborn (N-Forcer)
14300 Henn Street, Dearborn, MI

POLREP No.:	2	Site #:	B55P
Reporting Period:	April 14-22	D.O. #:	
Start Date:	4/4/2005	Response Authority:	CERCLA
Mob Date:	4/4/2005	Response Type:	Time-Critical
Completion Date:		NPL Status:	Non NPL
CERCLIS ID #:	MIN 000 508 756	Incident Category:	Removal Action
RCRIS ID #:		Contract #	

Site Description

SEE POLREP #1

Current Activities

MDEQ-AQD visited the site to observe site operations.

Due to the presence of petroleum-contaminated soil found in Area 1, excavation in Area 1 was briefly postponed until the area was cleared for organic vapor and a disposal sample was taken. Excavation was also delayed on April 19 and 20 due to high winds.

Excavation in Area 1 has been completed. The area was excavated to the maximum depth of 18 inches, geotextile fabric was placed on the excavation floor to delineate the depth of excavation, and the area is being backfilled with clean stone. Excavation is continuing in Area 2.

At the request of MDCH and EPA, MDEQ-RRD provided personnel to conducted visual inspections.

As of April 22, EPA has contact 1,030 property owners within an approximate 0.5 mile radius of the site to determine if asbestos-tainted vermiculite from the former WRG property was used in their yards and to inform residents of EPA's onsite actions.

- 603 property owners received information packets but did not contact EPA.
- 258 property owners told EPA no material from the former WRG property was brought to their property. Visual inspections were not conducted.

- 169 property owners said material may have been used on their property or did not know. Visual inspections were conducted.

Of the 169 yards inspected:

- 90 properties were cleared by visual inspection,
- 50 properties contained gold mica flakes, which are similar in appearance to the gold mica flakes found at the former WRG property but that are also common in commercially available potting soils,
- 23 properties were selected for sampling based on visual inspection or health concerns.

No tremolite bundles have been found in residential yards. Bundles have been found on two directly adjacent commercial properties.

EPA-ERT has initiated sampling of the 23 yards identified through visual inspection and the 28 yards identified through the air dispersion model.

EPA is continuing to work with CSX Transportation, Inc. on cleanup of railroad property.

Planned Removal Actions

1. Complete backfill and restoration in area 1;
2. Continue excavation in areas 2 and 3;
3. Complete residential yard sampling;
4. Work with CSX Transportation, Inc on access and cleanup of railroad property;
5. Repave east parking areas (end of project); and
6. Restore site conditions (ongoing).

Disposition of Wastes

Waste Stream	Quantity	Manifest #	Disposal Facility
Asbestos Contaminated Soil and Debris	450 cubic yards		Sauk Trail Hills Development (landfill), 5011 South Lilley Road, Canton Township, Michigan 48188

www.epaosc.org/wrgdearborn

Reference 4

**United States Environmental Protection Agency
Region V
POLLUTION REPORT**

Date: Monday, May 02, 2005

From: Brian Kelly, OSC

To:

L Nachowicz, EPA	J El-Zein, EPA
M Canavan, EPA	T Krueger, EPA
R Woodfork, EPA	David Novak, EPA
Erik Janus, MDCH	M Hans, EPA
M Chezik, DOI	D Chung, EPA - HQ
Tracy Johnson, EPA	M Johnson, ATSDR
S Kitler, DEQ	B Boyle, MDCH
J Walczak, DEQ	P King, EPA
N Seif, DEQ	A Marouf, EPA
J Mackey, Congressman Conyers	G Howard, DLEG
T Vincent, DEQ	J Kawecki, EPA
Cheryl Allen, EPA	Amina El-Husseini, City of Dearborn
Hikmet Jamil, ACCESS	T Harper, Dearborn Police Department

Subject:
Onsite Excavation Complete
W.R. Grace Dearborn (N-Forcer)
14300 Henn Street, Dearborn, MI

POLREP No.:	3	Site #:	B55P
Reporting Period:	04/23/05 - 5/2/05	D.O. #:	
Start Date:	4/4/2005	Response Authority:	CERCLA
Mob Date:	4/4/2005	Response Type:	Time-Critical
Completion Date:		NPL Status:	Non NPL
CERCLIS ID #:	MIN 000 508 756	Incident Category:	Removal Action
RCRIS ID #:		Contract #	

Site Description
SEE POLREP #1

Current Activities

Soil sampling based on the air deposition model and visual inspections has been completed. ERT collected a total of 97 soil samples for laboratory analysis. Of those 97 soil samples collected;

- 3 samples were collected on site for confirmation,
- 3 samples were collected off site from commercial properties,
- 91 samples were collected off site from residential properties.

Sample results are expected by May 9.

On-site excavation, transportation, and disposal have been completed. Asbestos is an inhalation threat; material 18-24in below ground surface was not removed. Geotextile fabric was placed on the excavation floor. Backfilling and restoration is underway.

Planned Removal Actions

1. Site restoration including backfilling and reseeding of Area 2 and Area 3;
2. Repave east parking areas;
3. Work with CSX Transportation, Inc on cleanup of railroad property

Disposition of Wastes

Waste Stream	Quantity	Manifest #	Disposal Facility
Asbestos Contaminated Soil and Debris	1330 cubic yards		Sauk Trail Hills Development (landfill), Canton Township, MI 48188

www.epaosc.org/wrgdearborn

Reference 5

**United States Environmental Protection Agency
Region V
POLLUTION REPORT**

Date: Friday, May 20, 2005

From: Brian Kelly, OSC

To: L Nachowicz, EPA M Canavan, EPA R Woodfork, EPA Erik Janus, MDCH M Chezick, DOI Tracy Johnson, EPA S Kitler, DEQ J Walczak, DEQ N Seif, DEQ J Mackey, Congressman Conyers T Vincent, DEQ Cheryl Allen, EPA Hikmet Jamil, ACCESS	J El-Zein, EPA T Krueger, EPA David Novak, EPA M Hans, EPA D Chung, EPA - HQ M Johnson, ATSDR B Boyle, MDCH P King, EPA A Marouf, EPA G Howard, DLEG J Kaweckki, EPA Amina El-Husseini, City of Dearborn T Harper, Dearborn Police Department
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Subject: Fund-Lead Activities Complete
W.R. Grace Dearborn (N-Forcer)
14300 Henn Street, Dearborn, MI

POLREP No.:	4	Site #:	B55P
Reporting Period:		D.O. #:	
Start Date:	4/4/2005	Response Authority:	CERCLA
Mob Date:	4/4/2005	Response Type:	Time-Critical
Completion Date:		NPL Status:	Non NPL
CERCLIS ID #:	MIN 000 508 756	Incident Category:	Removal Action
RCRIS ID #:		Contract #	

Site Description
See POLREP #1

Current Activities

U.S. EPA's onsite fund-lead removal activities are complete. Final results for residential yard samples were below the detection limit. A four-point composite sample result from the City owned right-of-way adjacent to the site showed very low level asbestos. From aerial photographs, it was learned the ROW was not replaced during the 1999 replacement of the soccer field. After consultation with ATSDR, MDCH, EPA ERT, the School District, and the City of Dearborn, it was determined excavation and removal of contaminated soil - vs. additional soil/activity sampling and potential remobilization - was the most protective and cost effective option.

At the request of U.S. EPA, Federal Railroad Administration official accompanied U.S. EPA onto CSX Transportation's rail line to conduct further assessment of asbestos contamination. U.S. EPA has been in negotiations with CSXT for nearly six months. On May 17, an Enforcement Action Memo and a Unilateral Administrative Order were finalized.

On May 20, U.S. EPA concluded fund-lead removal activities and demobilized from the site.

Planned Removal Actions

Work with CSX Transportation, Inc. on cleanup of railroad property.

Disposition of Wastes

Waste Stream	Quantity	Manifest #	Disposal Facility
Asbestos contaminated soil and debris	1450 cubic yards		Sauk Trail Hills Development (landfill) Canton Township, MI 48188

www.epaosc.org/wrgdearborn

Reference 6

**United States Environmental Protection Agency
Region V
POLLUTION REPORT**

Date: Wednesday, August 17, 2005
From: Brian Kelly, OSC

To: L Nachowicz, EPA M Canavan, EPA R Woodfork, EPA Erik Janus, MDCH M Chezick, DOI Tracy Johnson, EPA S Kitler, DEQ J Walczak, DEQ N Seif, DEQ J Mackey, Congressman Conyers T Vincent, DEQ Cheryl Allen, EPA Hikmet Jamil, ACCESS	J El-Zein, EPA T Krueger, EPA David Novak, EPA M Hans, EPA D Chung, EPA - HQ M Johnson, ATSDR B Boyle, MDCH P King, EPA A Marouf, EPA G Howard, DLEG J Kaweck, EPA Amina El-Husseini, City of Dearborn T Harper, Dearborn Police Department
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Subject: Final
W.R. Grace Dearborn (N-Forcer)
14300 Henn Street, Dearborn, MI

POLREP No.:	5	Site #:	B55P
Reporting Period:		D.O. #:	
Start Date:	4/4/2005	Response Authority:	CERCLA
Mob Date:	4/4/2005	Response Type:	Time-Critical
Completion Date:	8/12/2005	NPL Status:	Non NPL
CERCLIS ID #:	MIN 000 508 756	Incident Category:	Removal Action
RCRIS ID #:		Contract #	

Site Description
See POLREP #1

Current Activities

During U.S. EPA's removal action, asbestos was discovered on adjacent property owned by CSXT Transportation Inc. (CSXT). Between July 26 and August 4, CSXT removed approximately 2,000 cubic yards of asbestos contaminated soil from CSXT property. Personal and perimeter air monitoring performed by CSXT during the removal did not detect airborne asbestos fibers. Restoration and seeding were completed on August 12, 2005.

Planned Removal Actions

None

Next Steps

None

Disposition of Wastes

Waste Stream	Quantity	Manifest #	Disposal Facility
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Total asbestos containing soil from EPA and PRP removal. 3450 cubic yards

Sauk Trail Hills
Development (landfill)
Canton Township, MI
48188

www.epaosc.org/wrgdearborn

Reference 7

UNITED STATES ENVIRONMENTAL PROTECTION AGENCY
Region 5

IN THE MATTER OF:) Docket No. VV-05 9-416
)
N-Forcer, Dearborn, MI Site) ADMINISTRATIVE ORDER
) PURSUANT TO SECTION 106(a)
) OF THE COMPREHENSIVE
) ENVIRONMENTAL RESPONSE,
Respondent:) COMPENSATION, AND
) LIABILITY ACT OF 1980,
CSX Transportation, Inc.) AS AMENDED, 42 U.S.C.
) §9606(a)

I. JURISDICTION AND GENERAL PROVISIONS

This Order is issued pursuant to the authority vested in the President of the United States by Section 106(a) of the Comprehensive Environmental Response, Compensation, and Liability Act of 1980, as amended ("CERCLA"), 42 U.S.C. §9606(a), and delegated to the Administrator of the United States Environmental Protection Agency ("U.S. EPA") by Executive Order No. 12580, January 23, 1987, 52 Federal Register 2923, and further delegated to the Regional Administrators by U.S. EPA Delegation Nos. 14-14-A and 14-14-B, and to the Director, Superfund Division, Region 5, by Regional Delegation Nos. 14-14-A and 14-14-B.

This Order pertains to property owned by CSX Transportation Inc. ("CSXT" or "Respondent") contiguous to 14300 Henn Street, Dearborn, Michigan which is included in the N-Forcer Site. This Order requires the Respondent to conduct the removal activities described herein to abate an imminent and substantial endangerment to the public health, welfare or the environment that may be presented by the actual or threatened release of hazardous substances at or from the Site.

U.S. EPA has notified the State of Michigan of this action pursuant to Section 106(a) of CERCLA, 42 U.S.C. §9606(a).

II. PARTIES BOUND

This Order applies to and is binding upon Respondent and its heirs, receivers, trustees, successors and assigns. Any change in ownership or corporate status of Respondent including, but not limited to, any transfer of assets or real or personal property shall not alter such Respondent's responsibilities under this

Order.

Respondent shall ensure that its contractors, subcontractors, and representatives comply with this Order. Respondent shall be responsible for any noncompliance.

III. FINDINGS OF FACT

Based on available information, including the Administrative Record in this matter, U.S. EPA hereby finds that:

1. The former W.R. Grace & Company ("WRG") Dearborn plant (also known as the N-Forcer Site) is located at 14300 Henn Street, Dearborn, Wayne County, Michigan.
2. According to WRG shipping records, the Dearborn plant processed about 206,000 tons of asbestos-contaminated vermiculite ore from Libby, Montana. The vermiculite was shipped to the plant by rail. Over time, it became known that vermiculite ore mined from Libby was contaminated with asbestos fibers, including the amphibole asbestos varieties tremolite and actinolite, as well as the related fibrous asbestiform minerals winchite, richterite, and ferroedenite. During the course of WRG operations at the Dearborn plant, asbestos containing materials were released onto the ground on and around the plant.
3. Amphibole asbestos from the Libby, Montana mine in all its forms is a hazardous substance. Asbestos can cause asbestosis and is a recognized human carcinogen, causing lung cancer and mesothelioma, a lethal neoplasm of the lining of the chest and abdominal cavities. Cancer of the larynx and esophageal lining has also been associated with exposure to asbestos. Commercial forms of asbestos have been found to be carcinogenic in experimental animals.
4. The rail line owned and operated by CSXT and its predecessors is located immediately adjacent to, to the north and east of, the Dearborn plant. This rail line was used to transport vermiculite ore and other asbestos-contaminated material into and out of the Dearborn plant.
5. On September 27, 2002, staff from U.S. EPA, the Agency for Toxic Substances and Disease Registry (ATSDR) and the Michigan Department of Community Health (MDCH) visited the Dearborn plant as part of ATSDR's National Asbestos Exposure Review. During this visit, staff observed vermiculite ore

on the ground on the north and southeast areas of the Site.

6. On January 14, 2003, U.S. EPA conducted sampling at the Dearborn plant, confirming that tremolite and actinolite asbestos was present at levels as high as 3%. These findings were documented in the *Site Assessment Report for the N-Forcer Site*, dated December 4, 2003.
7. Based on this information, U.S. EPA issued an Action Memorandum on February 27, 2005, authorizing funding to remove asbestos contamination at and near the surface of the Dearborn plant. The facility was identified as the N-Forcer Site, and U.S. EPA began its removal activities on or around April 4, 2005.
8. The asbestos contamination identified and removed from the Dearborn plant property extended to and beyond the boundary of CSXT's rail line property. U.S. EPA's *Site Assessment Report for the N-Forcer Site*, documents the presence of asbestos on and immediately adjacent to the CSXT rail line and associated property.
9. Train traffic and foot traffic passes in and around areas on Respondent's property where asbestos contamination is present. This traffic, along with potential wind dispersal of the asbestos contamination presents a potential to expose humans to asbestos contamination. The potential human health exposures are evaluated in a Health Consultation prepared by the MDCH on behalf of ATSDR.
10. The boundary of a Site or facility under CERCLA includes all areas where hazardous substances have come to be located. The CSXT rail line property is therefore considered part of the N-Forcer Site.

IV. CONCLUSIONS OF LAW AND DETERMINATIONS

Based on the Findings of Fact set forth above, and the Administrative Record supporting these removal actions, U.S. EPA determines that:

1. The N-Forcer Site is a "facility" as defined by Section 101(9) of CERCLA, 42 U.S.C. §9601(9).
2. Libby Amphibole Asbestos in all its forms is a "hazardous substance" as defined by Section 101(14) of CERCLA, 42 U.S.C. §9601(14).

3. Respondent is a "person" as defined by Section 101(21) of CERCLA, 42 U.S.C. §9601(21).

4. Respondent is the present "owner" and "operator" of the railroad portion of the Site, as defined by Section 101(20) of CERCLA, 42 U.S.C. §9601(20). Respondent, CSXT is also either a person who at the time of disposal of any hazardous substances owned or operated the railroad portion of the Site, or who arranged for disposal or transport for disposal of hazardous substances at the N-Forcer Site. Respondent is therefore a liable person under Section 107(a) of CERCLA, 42 U.S.C. §9607(a).

5. The conditions described in the Findings of Fact above constitute an actual or threatened "release" into the "environment" as defined by Sections 101(8) and (22) of CERCLA, 42 U.S.C. §§9601(8) and (22).

6. The conditions present at the Site constitute a threat to public health, welfare, or the environment based upon the factors set forth in Section 300.415(b)(2) of the National Oil and Hazardous Substances Pollution Contingency Plan, as amended ("NCP"), 40 CFR Part 300. These factors include, but are not limited to, the following:

1. Actual or potential exposure to nearby human populations, animals, or the food chain from hazardous substances, pollutants or contaminants; this factor is present at the Site due to the existence of:

As documented by soil samples, the concentrations of asbestos found in the surface soil show a human exposure pathway exists. Because the asbestos is at the surface and trains frequently pass through the area, the potential exists for asbestos to be aerosolized.

2. High levels of hazardous substances or pollutants or contaminants in soils largely at or near the surface, that may migrate; this factor is present at the Site due to the existence of:

Asbestos is present and visible on the surface on CSXT's property, and could be aerosolized and transported off-site by vehicles, trains, and pedestrian traffic.

3. Weather conditions that may cause hazardous substances or pollutants or contaminants to

migrate or be released; this factor is present at the Site due to the existence of:

Wind, particularly in dry summer months, can also lead to migration of asbestos fibers from contaminated surfaces. Rainfall and snow melt would also tend to wash the fibers off CSXT's property and on to nearby property. Migration of asbestos back onto other portions of the N-Forcer Site could compromise the removal actions conducted there by U.S. EPA.

4. The unavailability of other appropriate federal or state response mechanisms to respond to the release; this factor supports the actions required by this Order at the Site because no other local, state or federal agency has the resources to independently conduct an effective response action to address the ongoing threats present on Respondent's property.

7. The actual or threatened release of hazardous substances from the Site may present an imminent and substantial endangerment to the public health, welfare, or the environment within the meaning of Section 106(a) of CERCLA, 42 U.S.C. §9606(a).

8. The removal actions required by this Order are necessary to protect the public health, welfare, or the environment, and are not inconsistent with the NCP and CERCLA.

V. ORDER

Based upon the foregoing Findings of Fact, Conclusions of Law, Determinations, and the Administrative Record for this Site, U.S. EPA hereby orders that Respondent perform the following actions:

1. Notice of Intent to Comply

Respondent shall notify U.S. EPA in writing within 3 business days after the effective date of this Order of Respondent's irrevocable intent to comply with this Order. Failure of each Respondent to provide such notification within this time period shall be a violation of this Order.

2. Designation of Contractor, Project Coordinator, and On-Scene Coordinator

Respondent shall perform the removal actions themselves or retain a contractor(s) to implement the removal actions. Respondent shall notify U.S. EPA of Respondent's qualifications or the name and qualifications of such contractor(s), whichever is applicable, within 5 business days of the effective date of this Order. Respondent shall also notify U.S. EPA of the name and qualifications of any other contractors or subcontractors retained to perform work under this Order at least 5 business days prior to commencement of such work. U.S. EPA retains the right to disapprove of the Respondent or any of the contractors and/or subcontractors retained by the Respondent. If U.S. EPA disapproves a selected contractor, Respondent shall retain a different contractor within 2 business days following U.S. EPA's disapproval and shall notify U.S. EPA of that contractor's name and qualifications within 3 business days of U.S. EPA's disapproval.

Within 5 business days after the effective date of this Order, the Respondent shall designate a Project Coordinator who shall be responsible for administration of all the Respondent's actions required by the Order and submit the designated coordinator's name, address, telephone number, and qualifications to U.S. EPA. To the greatest extent possible, the Project Coordinator shall be present on-site or readily available during site work. U.S. EPA retains the right to disapprove of any Project Coordinator named by the Respondent. If U.S. EPA disapproves a selected Project Coordinator, Respondent shall retain a different Project Coordinator within 3 business days following U.S. EPA's disapproval and shall notify U.S. EPA of that person's name and qualifications within 4 business days of U.S. EPA's disapproval. Receipt by Respondent's Project Coordinator of any notice or communication from U.S. EPA relating to this Order shall constitute receipt by Respondent.

The U.S. EPA has designated Brian Kelly of the Emergency Response Branch, Region 5, as its On-Scene Coordinator ("OSC"). Respondent shall direct all submissions required by this Order to the OSC at U.S. EPA, Mail Code SE-GI, 9311 Groh Road, Grosse Ile, Michigan 48138, by certified or express mail. Respondent shall also send a copy of all submissions to Thomas Krueger, Assistant Regional Counsel, 77 West Jackson Boulevard, C-14J, Chicago, Illinois, 60604-3590. Respondent is encouraged to make its submissions to U.S. EPA on recycled paper (which includes significant postconsumer waste paper content where possible) and using two-sided copies.

3. Work to Be Performed

Respondents shall perform, at a minimum, the following response activities:

- a. Develop, submit for U.S. EPA approval, and implement a Health and Safety Plan;
- b. Develop, submit for U.S. EPA approval, and implement a work plan to locate, excavate and remove LA-contaminated soils and surfaces to a maximum depth of 18 inches or otherwise prevent exposure from areas contaminated with 1% or greater levels of asbestos or which may pose an inhalation hazard;
- c. Dispose of contaminated soils at a U.S. EPA-approved off-site disposal facility in accordance with the U.S. EPA Off-Site Rule (40 CFR §300.440);
- d. Perform personal air sampling and ambient air sampling during removal activities;
- e. Implement engineering measures to control dust during the cleanup;
- f. Install a recognizable marker at the bottom of the excavated area prior to backfill if asbestos remains;
- g. Restore the property where the removal actions occur to its previous condition to the extent practicable.

3.1 Work Plan and Implementation

Within 10 business days after the effective date of this Order, the Respondent shall submit to U.S. EPA for approval a draft Work Plan for performing the removal activities set forth above. The draft Work Plan shall provide a description of, and an expeditious schedule for, the activities required by this Order.

U.S. EPA may approve, disapprove, require revisions to, or modify the draft Work Plan. If U.S. EPA requires revisions, Respondent shall submit a revised draft Work Plan within 7 business days of notification. Respondent shall implement the Work Plan as finally approved in writing by U.S. EPA in accordance with the schedule approved by U.S. EPA. Once approved, or approved with modifications, the Work Plan, the schedule, and any subsequent modifications shall be fully enforceable under this Order. Respondent shall notify U.S. EPA at least 48 hours prior to performing any on-site work pursuant to the U.S. EPA approved Work Plan.

Respondent shall not commence or undertake any removal actions at the Site without prior U.S. EPA approval.

3.2 Health and Safety Plan

Within 10 business days after the effective date of this Order, the Respondent shall submit a plan for U.S. EPA review and comment that ensures the protection of the public health and safety during performance of on-site work under this Order. This plan shall comply with applicable Occupational Safety and Health Administration ("OSHA") regulations found at 29 CFR Part 1910. If U.S. EPA determines it is appropriate, the plan shall also include contingency planning. Respondents shall incorporate all changes to the plan recommended by U.S. EPA, and implement the plan during the pendency of the removal action.

3.3 Quality Assurance and Sampling

All sampling and analyses performed pursuant to this Order shall conform to U.S. EPA direction, approval, and guidance regarding sampling, quality assurance/quality control ("QA/QC"), data validation, and chain of custody procedures. Respondent shall ensure that the laboratory used to perform the analyses participates in a QA/QC program that complies with U.S. EPA guidance. Upon request by U.S. EPA, Respondent shall have such a laboratory analyze samples submitted by U.S. EPA for quality assurance monitoring. Respondent shall provide to U.S. EPA the quality assurance/quality control procedures followed by all sampling teams and laboratories performing data collection and/or analysis. Respondent shall also ensure provision of analytical tracking information consistent with OSWER Directive No. 9240.0-2B, "Extending the Tracking of Analytical Services to PRP-Lead Superfund Sites."

Upon request by U.S. EPA, Respondent shall allow U.S. EPA or its authorized representatives to take split and/or duplicate samples of any samples collected by Respondent or its contractors or agents while performing work under this Order. Respondent shall notify U.S. EPA not less than 3 business days in advance of any sample collection activity. U.S. EPA shall have the right to take any additional samples that it deems necessary.

3.4 Reporting

Respondent shall submit a monthly written progress report to U.S. EPA concerning activities undertaken pursuant to this Order, beginning 30 calendar days after the date of U.S. EPA's approval of the Work Plan, until termination of this Order, unless

otherwise directed by the OSC. These reports shall describe all significant developments during the preceding period, including the work performed and any problems encountered, analytical data received during the reporting period, and developments anticipated during the next reporting period, including a schedule of work to be performed, anticipated problems, and planned resolutions of past or anticipated problems.

Any Respondent that owns any portion of the Site, and any successor in title shall, at least 30 days prior to the conveyance of any interest in real property at the Site, give written notice of this Order to the transferee and written notice of the proposed conveyance to U.S. EPA and the State. The notice to U.S. EPA and the State shall include the name and address of the transferee. The party conveying such an interest shall require that the transferee will provide access as described in Section V.4 (Access to Property and Information).

3.5 Final Report

Within 60 calendar days after completion of all removal actions required under this Order, the Respondent shall submit for U.S. EPA review a final report summarizing the actions taken to comply with this Order. The final report shall conform to the requirements set forth in Section 300.165 of the NCP. The final report shall also include a good faith estimate of total costs incurred in complying with the Order, a listing of quantities and types of materials removed, a discussion of removal and disposal options considered for those materials, a listing of the ultimate destinations of those materials, a presentation of the analytical results of all sampling and analyses performed, and accompanying appendices containing all relevant documentation generated during the removal action (e.g., manifests, invoices, bills, contracts, and permits).

The final report shall also include the following certification signed by a person who supervised or directed the preparation of that report:

Under penalty of law, I certify that, to the best of my knowledge, after appropriate inquiries of all relevant persons involved in the preparation of this report, the information submitted is true, accurate, and complete.

4. Access to Property and Information

Respondent shall provide or obtain access as necessary to the Site and all appropriate off-site areas, and shall provide access to all records and documentation related to the conditions at the Site and the activities conducted pursuant to this Order. Such access shall be provided to U.S. EPA employees, contractors, agents, consultants, designees, representatives, and State of Michigan representatives. These individuals shall be permitted to move freely at the Site and appropriate off-site areas in order to conduct activities which U.S. EPA determines to be necessary. Respondent shall submit to U.S. EPA, upon request, the results of all sampling or tests and all other data generated by Respondent or its contractor(s), or on the Respondent's behalf during implementation of this Order. Respondents will notify U.S. EPA in writing if sound recording, camera, or other documentary equipment is being used that is not obvious to U.S. EPA or U.S. EPA's representatives.

Where work under this Order is to be performed in areas owned by or in possession of someone other than Respondent, Respondent shall obtain all necessary access agreements within 14 calendar days after the effective date of this Order, or as otherwise specified in writing by the OSC. Respondent shall immediately notify U.S. EPA if, after using its best efforts, it is unable to obtain such agreements. Respondent shall describe in writing its efforts to obtain access. U.S. EPA may then assist Respondent in gaining access, to the extent necessary to effectuate the response activities described herein, using such means as U.S. EPA deems appropriate.

5. Record Retention, Documentation, Availability of Information

Respondent shall preserve all documents and information, in its possession or the possession of its contractors, subcontractors or representatives, relating to work performed under this Order, or relating to the hazardous substances found on or released from the Site, for six years following completion of the removal actions required by this Order. At the end of this six year period and at least 60 days before any document or information is destroyed, Respondent shall notify U.S. EPA that such documents and information are available to U.S. EPA for inspection, and upon request, shall provide the originals or copies of such documents and information to U.S. EPA. In addition, Respondent shall provide documents and information retained under this Section at any time before expiration of the six year period at the written request of U.S. EPA. Any information that Respondent is required to provide or maintain pursuant to this Order is not subject to the Paperwork Reduction Act of 1995, 44 U.S.C. §3501 et seq.

6. Off-Site Shipments

All hazardous substances, pollutants or contaminants removed off-site pursuant to this Order for treatment, storage or disposal shall be treated, stored, or disposed of at a facility in compliance, as determined by U.S. EPA, with the U.S. EPA Off-Site Rule, 40 CFR §300.440, 58 Fed. Reg. 49215 (Sept. 22, 1993).

7. Compliance With Other Laws

All actions required pursuant to this Order shall be performed in accordance with all applicable local, state, and federal laws and regulations except as provided in Section 121(e) of CERCLA and 40 CFR §300.415(j). In accordance with 40 CFR §300.415(j), all on-site actions required pursuant to this Order shall, to the extent practicable, as determined by U.S. EPA, considering the exigencies of the situation, attain applicable or relevant and appropriate requirements under federal environmental or state environmental or facility siting laws.

8. Emergency Response and Notification of Releases

If any incident, or change in Site conditions, during the activities conducted pursuant to this Order causes or threatens to cause an additional release of hazardous substances from the Site or an endangerment to the public health, welfare, or the environment, the Respondent shall immediately take all appropriate action to prevent, abate or minimize such release, or endangerment caused or threatened by the release. Respondent shall also immediately notify the OSC or, in the event of his/her unavailability, shall notify the Regional Duty Officer, Emergency Response Branch, Region 5 at (312) 353-2318, of the incident or Site conditions.

Respondent shall submit a written report to U.S. EPA within 7 business days after each release, setting forth the events that occurred and the measures taken or to be taken to mitigate any release or endangerment caused or threatened by the release and to prevent the reoccurrence of such a release. Respondent shall also comply with any other notification requirements, including those in Section 103 of CERCLA, 42 U.S.C. §9603, and Section 304 of the Emergency Planning and Community Right-To-Know Act, 42 U.S.C. §11004.

VI. AUTHORITY OF THE U.S. EPA ON-SCENE COORDINATOR

The OSC shall be responsible for overseeing the implementation of this Order. The OSC shall have the authority vested in an OSC by the NCP, including the authority to halt, conduct, or direct any work required by this Order, or to direct any other response action undertaken by U.S. EPA or Respondent at the Site. Absence of the OSC from the Site shall not be cause for stoppage of work unless specifically directed by the OSC.

U.S. EPA and Respondent shall have the right to change their designated OSC or Project Coordinator. U.S. EPA shall notify the Respondent, and Respondent shall notify U.S. EPA, as early as possible before such a change is made, but in no case less than 24 hours before such a change. Notification may initially be made orally, but shall be followed promptly by written notice.

VII. PENALTIES FOR NONCOMPLIANCE

Violation of any provision of this Order may subject Respondent to civil penalties of up to \$32,500 per violation per day, as provided in Section 106(b)(1) of CERCLA, 42 U.S.C. §9606(b)(1) and as adjusted by 69 Fed. Reg. 7121-27 (Feb. 13, 2004) (codified at 40 C.F.R. § 19.4) pursuant to the Debt Collection Improvement Act of 1996. Respondent may also be subject to punitive damages in an amount up to three times the amount of any cost incurred by the United States as a result of such violation, as provided in Section 107(c)(3) of CERCLA, 42 U.S.C. §9607(c)(3). Should Respondent violate this Order or any portion hereof, U.S. EPA may carry out the required actions unilaterally, pursuant to Section 104 of CERCLA, 42 U.S.C. §9604, and/or may seek judicial enforcement of this Order pursuant to Section 106 of CERCLA, 42 U.S.C. §9606.

VIII. REIMBURSEMENT OF COSTS

Respondent shall reimburse U.S. EPA, upon written demand, for all response costs incurred by the United States in overseeing Respondent's implementation of the requirements of this Order. U.S. EPA may submit to Respondent on a periodic basis a bill for all response costs incurred by the United States with respect to this Order. U.S. EPA's Itemized Cost Summary, or such other summary as certified by U.S. EPA, shall serve as the basis for payment.

Respondent shall, within 30 days of receipt of the bill, remit a cashier's or certified check for the amount of those costs made

payable to the "Hazardous Substance Superfund," to the following address:

U.S. Environmental Protection Agency
Program Accounting & Analysis Section
P.O. Box 70753
Chicago, Illinois 60673

Respondent shall simultaneously transmit a copy of the check to the Director, Superfund Division, U.S. EPA Region 5, 77 West Jackson Blvd., Chicago, Illinois, 60604-3590. Payments shall be designated as "Response Costs - N-Forcer Site" and shall reference the payer's name and address, the U.S. EPA site identification number B55P, and the docket number of this Order.

Interest at a rate established by the Department of the Treasury pursuant to 31 U.S.C. §3717 and 4 CFR §102.13 shall begin to accrue on the unpaid balance from the day after the expiration of the 30 day period notwithstanding any dispute or an objection to any portion of the costs.

IX. RESERVATION OF RIGHTS

Nothing herein shall limit the power and authority of U.S. EPA or the United States to take, direct, or order all actions necessary to protect public health, welfare, or the environment or to prevent, abate, or minimize an actual or threatened release of hazardous substances, pollutants or contaminants, or hazardous or solid waste on, at, or from the Site. Further, nothing herein shall prevent U.S. EPA from seeking legal or equitable relief to enforce the terms of this Order. U.S. EPA also reserves the right to take any other legal or equitable action as it deems appropriate and necessary, or to require the Respondent in the future to perform additional activities pursuant to CERCLA or any other applicable law.

X. OTHER CLAIMS

By issuance of this Order, the United States and U.S. EPA assume no liability for injuries or damages to persons or property resulting from any acts or omissions of Respondent. The United States or U.S. EPA shall not be a party or be held out as a party to any contract entered into by the Respondent or its directors, officers, employees, agents, successors, representatives, assigns, contractors, or consultants in carrying out activities pursuant to this Order. Each party shall bear its own costs and

attorneys fees in connection with the action resolved by this Order.

This Order does not constitute a pre-authorization of funds under Section 111(a)(2) of CERCLA, 42 U.S.C. §9611(a)(2).

Nothing in this Order constitutes a satisfaction of or release from any claim or cause of action against the Respondent or any person not a party to this Order, for any liability such person may have under CERCLA, other statutes, or the common law, including but not limited to any claims of the United States for costs, damages and interest under Sections 106(a) or 107(a) of CERCLA, 42 U.S.C. §§9606(a), 9607(a).

XI. MODIFICATIONS

Modifications to any plan or schedule may be made in writing by the OSC or at the OSC's oral direction. If the OSC makes an oral modification, it will be memorialized in writing within 7 business days; however, the effective date of the modification shall be the date of the OSC's oral direction. The rest of the Order, or any other portion of the Order, may only be modified in writing by signature of the Director, Superfund Division, Region 5.

If Respondent seeks permission to deviate from any approved plan or schedule, Respondent's Project Coordinator shall submit a written request to U.S. EPA for approval outlining the proposed modification and its basis.

No informal advice, guidance, suggestion, or comment by U.S. EPA regarding reports, plans, specifications, schedules, or any other writing submitted by the Respondents shall relieve Respondent of its obligations to obtain such formal approval as may be required by this Order, and to comply with all requirements of this Order unless it is formally modified.

XII. NOTICE OF COMPLETION

After submission of the Final Report, Respondent may request that U.S. EPA provide a Notice of Completion of the work required by this Order. If U.S. EPA determines, after U.S. EPA's review of the Final Report, that all work has been fully performed in accordance with this Order, except for certain continuing obligations required by this Order (e.g., record retention), U.S. EPA will provide written notice to the Respondent. If U.S. EPA

determines that any removal activities have not been completed in accordance with this Order, U.S. EPA will notify the Respondent, provide a list of the deficiencies, and require that Respondent modify the Work Plan to correct such deficiencies. The Respondent shall implement the modified and approved Work Plan and shall submit a modified Final Report in accordance with the U.S. EPA notice. Failure to implement the approved modified Work Plan shall be a violation of this Order.

XIII. ACCESS TO ADMINISTRATIVE RECORD

The Administrative Record supporting these removal actions is available for review during normal business hours in the U.S. EPA Record Center, Region 5, 77 W. Jackson Blvd., Seventh Floor, Chicago, Illinois. Respondent may contact Thomas Krueger, Assistant Regional Counsel, at (312) 886-0526 to arrange to review the Administrative Record. An index of the Administrative Record is attached to this Order.

XIV. OPPORTUNITY TO CONFER

Within 3 business days after issuance of this Order, Respondent may request a conference with U.S. EPA. Any such conference shall be held within 5 business days from the date of the request, unless extended by agreement of the parties. At any conference held pursuant to the request, Respondent may appear in person or be represented by an attorney or other representative.

If a conference is held, Respondent may present any information, arguments or comments regarding this Order. Regardless of whether a conference is held, Respondent may submit any information, arguments or comments (including justifications for any assertions that the Order should be withdrawn against a Respondent), in writing to U.S. EPA within 2 business days following the conference, or within 7 business days of issuance of the Order if no conference is requested. This conference is not an evidentiary hearing, does not constitute a proceeding to challenge this Order, and does not give Respondent a right to seek review of this Order. Requests for a conference shall be directed to Thomas Krueger, Assistant Regional Counsel, at (312) 886-0562. Written submittals shall be directed as specified in Section V.2 of this Order.

XV. SEVERABILITY

If a court issues an order that invalidates any provision of this Order or finds that Respondent has sufficient cause not to comply with one or more provisions of this Order, Respondent shall remain bound to comply with all provisions of this Order not invalidated by the court's order.

XVI. EFFECTIVE DATE

This Order shall be effective 10 business days following issuance unless a conference is requested as provided herein. If a conference is requested, this Order shall be effective 5 business days after the day of the conference.

IT IS SO ORDERED

BY: 

DATE: 5/17/05

for Richard C. Karl, Director
Superfund Division
United States
Environmental Protection Agency
Region 5

ATTACHMENT A

INDEX TO ADMINISTRATIVE RECORD

1. 00/00/05 Enforcement Action Memo
2. 02/27/05 N-Forcer Action Memo
3. 12/03 Site Assessment Report
4. 10/25/04 Draft Health Consultation (DHC)

ATTACHMENT B

LIABILITY FILE INDEX

1. TITLE SEARCH FOR N-FORCER SITE WAYNE COUNTY, MICHIGAN, prepared by Science Application International Corporation. January 12, 2005.
2. BOUNDARY SURVEY, prepared by GM Engineers & Associates. April 18, 2005.
3. HEALTH CONSULTATION - W.R. GRACE DEARBORN PLANT, prepared by Michigan Department of Community Health under a cooperative agreement with the Agency for Toxic Substances and Disease Registry. October 25, 2005.
4. SITE ASSESSMENT REPORT FOR THE N-FORCER SITE DEARBORN, WAYNE COUNTY, MICHIGAN, prepared by WESTON SOLUTIONS. December 4, 2003.

Reference 8

Itemized Cost Summary
N-FORCER, DEARBORN, MI SITE ID = B5 5P
Costs Through 03/31/2008.

REGIONAL PAYROLL COSTS	\$87,564.97
HEADQUARTERS PAYROLL COSTS	\$16,354.87
REGIONAL TRAVEL COSTS	\$15,283.45
HEADQUARTERS TRAVEL COSTS	\$9,391.55
EMERGENCY REMOVAL CLEANUP (ERC) CONTRACT	
EARTH TECH INC. (68-S5-0301)	\$293,690.52
ENFORCEMENT SUPPORT SERVICES (ESS) CONTRACT	
SCIENCE APPLICATIONS INT'L CORP. (68-W0-0091)	\$749.47
REMOTE SENSING SUPPORT/EPIC	
LOCKHEED MARTIN SERVICES, INC (68-D0-0267)	\$25,334.98
RESPONSE ENGINEERING AND ANALYTICAL CONTRACT	
LOCKHEED MARTIN TECHNOLOGY SERVICES (EPC04032)	\$101,145.30
SUPERFUND TECH. ASSISTANCE & RESPONSE TEAM (START)	
ROY F. WESTON (68-W0-0119)	\$146,093.29
TETRA TECH EM, INC. (68-W0-0129)	\$19,016.77
TECHNICAL SERVICE AND SUPPORT	
ARCTIC SLOPE REGIONAL CORP(ASRC) (68-W0-1002)	\$205.84
ASRC MANAGEMENT SERVICES, INC. (EPW05052)	\$239.41
MISCELLANEOUS COSTS (MIS)	\$30.38
EPA INDIRECT COSTS	\$387,431.55
Total Site Costs:	\$1,102,532.35

Reference 9

GRACE

Robert A. Emmett
Senior Environmental Counsel

W. R. Grace & Co.
7500 Grace Drive
Columbia, Maryland 21044

Tel.: (410)531-4751

Fax: (410)531-4783

April 22, 2003

Ms. Ruth A. Woodfork
U.S. Environmental Protection Agency – Region 5
Emergency Enforcement & Support Section, SE-5J
77 West Jackson Boulevard
Chicago, IL 60604-3590

RE: N-Forcer Site
General Notice of Potential Liability

Dear Ms. Woodfork:

This letter responds to Richard C. Karl's April 9, 2003 letter to W.R. Grace & Co. ("Grace") notifying Grace of potential CERCLA liability for the above site. Grace received Mr. Karl's notice letter on April 17, 2003.

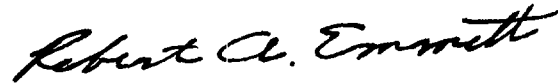
Grace is not in a position to perform or finance the response activities described in Mr. Karl's letter. As you may know, on April 2, 2001 W.R. Grace & Co. and certain of its affiliates (collectively, "Grace") filed for reorganization in Wilmington, Delaware under Chapter 11 of the United States Bankruptcy Code. Grace's bankruptcy case remains pending.

All holders of claims against Grace, other than holders of Asbestos Personal Injury Claims and Zonolite Attic Insulation Claims, were required to file proofs of claim in the Grace Chapter 11 cases by March 31, 2003, the Bar Date set by the Bankruptcy Court for the filing of all such claims, including environmental claims. As you may know, EPA filed such a claim, dated March 27, 2003, but that claim did not include, and made no specific reference to, the N-Forcer Site. Accordingly, it would appear that your claim relating to the N-Forcer Site is untimely and is barred by the deadline set by the Bankruptcy Court in this matter.

If you have any further inquiries of Grace concerning the N-Forcer site,
Grace's contact is as follows:

Robert A. Emmett
Senior Environmental Counsel
W.R. Grace & Co.
7500 Grace Drive
Columbia, MD 21044
Phone: (410) 531-4751

Sincerely yours,

A handwritten signature in black ink that reads "Robert A. Emmett". The signature is written in a cursive style with a prominent "R" and "E".

Robert A. Emmett

cc: William M. Corcoran
David B. Siegel, Esquire
Robert J. Medler
M. Mitch Obradovic
Robert R. Marriam
Mark A. Shelnitz, Esquire
Janet S. Baer, Esquire
Mark E. Grummer, Esquire

Reference 10

DEAN & FULKERSON
ATTORNEYS AND COUNSELORS
PROFESSIONAL CORPORATION

FIFTH FLOOR
801 WEST BIG BEAVER ROAD
TROY, MICHIGAN 48064-4767

WEB SITE WWW.DFLAW.COM

TELEPHONE (248) 362-1300

FACSIMILE (248) 362-1358

May 15, 2003

KEITH M. ARETHA
DIETTE K. BARNWELL
RICHARD A. BARR
JOHN W. BRYANT
GEORGE W. BURNARD
W. JERRY BYRD
A. READ CONE III
WILLIAM G. COON
JAMES P. DEAN
JAMES M. DWORMAN
JILL M. FERRARI
ROBERT E. GESELL
JOHN L. GIERAK
PAUL R. GILLERAN
GARY H. GRACA *
JEROME C. GROPMAN, P.C.
M. MICHAEL HAMBURG
C. L. HUDSON
JEFFREY L. HUDSON
R. IAN HUNTER
ROBERT M. KALEC **
JANET E. LANYON
MICHAEL B. LEWIS
THOMAS P. MARTIN ***
PAUL J. MASTRANGEL

ROBERT L. MERCADO
PATRICIA M. MORROW
JAMES K. O'BRIEN
DONALD A. PIERCE, JR.
NEILL T. RIDDELL
JERRY R. SWIFT
LEONARD A. WILCOX, JR.
KENNETH W. ZATKOFF

OF COUNSEL
REX EAMES
JEROME S. FANGER
LAURENCE M. LUKE
DAVID L. TENNENT
RICHARD J. TENNENT
CAROL L. VONDALE

RETIRED
CHARLES A. DEAN
GEORGE J. FULKERSON

ALSO ADMITTED IN
* PENNSYLVANIA
** ILLINOIS AND THE DISTRICT
OF COLUMBIA
*** MASSACHUSETTS

Ms. Ruth A. Woodfork
U.S. EPA – Region 5
Emergency Enforcement & Support Section, SE-5J
77 West Jackson Boulevard
Chicago, IL 60604-3590

By Overnight Mail

Re: N-Forcer Site, Dearborn, Michigan
General Notice of Potential Liability

Dear Ms. Woodfork:

This letter is in reply to your April 9, 2003 letter to our client, Mr. Paul Martin. Please direct all future correspondence in this matter to me.

As you may know, my client and I met at the site with Mr. James Justice of the EPA Grosse Isle office. My client is willing to cooperate with the EPA in the implementation of reasonable and appropriate actions to protect the public health.

As an initial matter, your notice was addressed to Mr. Paul Martin, personally. Please indicate if you believe that Mr. Martin personally has an interest as an owner or operator of this facility, or whether instead you have contacted him in his capacity as a representative of a current owner or operator.

It is important to recognize the existence of the C&O railroad property directly northeast of the 14300 Henn Street property, as it appears that a portion of the area already studied by the EPA is not under the control of the entities which Mr. Martin represents. We encourage the EPA to provide the C&O railroad, or any other current owner of the railroad property, with an opportunity to participate in this project.

Regardless of the capacity in which you have contacted Mr. Martin, he and the entities which he serves have prepared a work plan to address asbestos located on exterior portions of the property which is owned or operated by entities which Mr. Martin represents. Enclosed please find a copy of the proposed work plan for the implementation of response activities at the exterior of the 14300 Henn Street property. The work plan is not intended to address any

Ms. Ruth A. Woodfork
May 15, 2003
Page 2

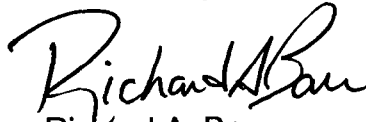
off-site conditions which we understand will be addressed by the EPA. My clients are prepared to implement this work plan once it receives adequate assurances from the EPA, which may be in the form of the entry of a mutually acceptable administrative consent order or provision of other adequate assurance. Please note that, as discussed in the work plan, it is necessary that work be performed by the railroad or EPA on the adjacent railroad right of way prior to or concurrent with the work to be performed by my client in order for my client's work to be effective. Please provide me EPA's plans as to that issue.

Mr. Martin has submitted a work plan directly to James Justice for the implementation of response activities in the interior portion of the 14300 Henn building. We will await the EPA's response to that work plan as well.

Finally, although we do not expect that the EPA will seek to hold my clients responsible for any off-site activities conducted by the EPA, we encourage the EPA to take only those actions which are necessary for the protection of human health. We note, for example, that your April 9, 2003 notice letter describes intended response activities as including the removal of perhaps 18 inches of soil from nearby residential properties, and possibly more, and the installation of a synthetic liner. We have been advised by Mr. Justice that the EPA has not yet concluded that the residential properties are at risk from the presence of asbestos containing materials on the 14300 Henn Street and adjacent railroad properties. We also question the purpose of a synthetic liner for this activity. We reserve the right to make additional comments at a future time.

My clients look forward to working with the EPA to address environmental risks at the 14300 Henn Street property. Please contact me with any questions or comments.

Sincerely,



Richard A. Barr

Enclosure

cc (w/enc.):

Thomas Krueger, Esq., Office of Regional Counsel

Mr. James Justice, US EPA Region V, Grosse Ile

Mr. Paul Martin, L.A. Martin Company

Ms. Cheryl Kehres-Dietrich, Soil & Materials Engineers, Inc.

Reference 11

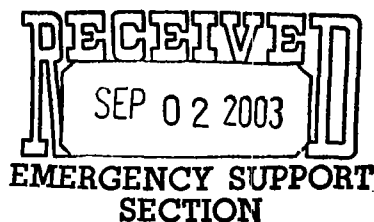


Law Department
500 Water Street (J150)
Jacksonville, FL 32202
Phone: (904) 359-1894
Personal FAX: (904) 245-2857
E-Mail: peggy_rounds@csx.com

Peggy L. Rounds
Paralegal

Via Facsimile and Airborne Express

August 29, 2003



Ruth A. Woodfork
U.S. EPA - Region 5
Emergency Enforcement & Support Section SE-5J
77 West Jackson Blvd.
Chicago, IL 60604-3590

RE: N-Forcer Site
General Notice of Potential Liability

Dear Ms. Woodfork:

This responds to the General Notice of Potential Liability pursuant to the Comprehensive Environmental Response, Compensation, and Liability Act of 1980, 42 U.S.C. §9601 et seq. (CERCLA), as amended by the Superfund Amendments and Reauthorization Act of 1986, Pub. L. No. 99-499, 100 Stat. 1613 (1986) (SARA). Thank you again for granting an extension to CSX Transportation, Inc. ("CSXT") for its response to your Notice and for providing the maps to help us complete our search for information.

CSXT has made reasonable inquiry and conducted a diligent search of currently available company records. This letter should not be construed as an admission of liability by CSXT for the release or threatened release of hazardous substances at the Site, or for any removal or response costs or damages attributable to hazardous substances at that Site. CSXT continues to specifically deny any liability under CERCLA or any other statute, regulation or common law for the release or threatened release of hazardous substances at the Site. CSXT has been unable to find any evidence that it or one of its predecessors owned any trackage at the above-referenced Site.

Enclosed is a railroad valuation map that, based on the information provided by EPA, reflects property in the vicinity of the site. I have highlighted in green what appears to be a drawing of a sidetrack. Please note the sidetrack is drawn in a dotted line that may reflect a proposed or removed sidetrack. Unfortunately, we have been unable to locate any information in our files that would indicate whether a sidetrack even

existed. The operating corridor, highlighted in yellow, is owned by the railroad. Frequently industry contracts with a railroad to build a sidetrack to allow rail deliveries. In this instance we have been unable to discover any sidetrack agreements or operating agreements with any industry at this address or in this immediate area. We have not been able to find any evidence that CSXT, or its predecessors, owned, or owns, any property at this location, with the exception of the operating corridor.

If you find further information we will be glad to search our files again. Please call with any questions.

Sincerely,

A handwritten signature in cursive script, reading "Peggy L. Rounds". The signature is written in black ink and is positioned above the printed name.

Peggy L. Rounds

cc: Rick Nath

Reference 12

E-2
1/05

DCN: 620-SAI-GR-PRP-SEARCH3-03-06629

**DUPLICATE
RECORDS CENTER
7TH FLOOR**

**TITLE SEARCH REPORT
FOR
N-FORCER SITE
WAYNE COUNTY, MICHIGAN**

Contract No.: 68-W-00-091

Submitted to:

U.S. Environmental Protection Agency
Region V
Chicago, Illinois

Submitted by:

Science Applications International Corporation
230 West Monroe St.
Suite 1520
Chicago, Illinois

January 2005

TABLE OF CONTENTS

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1.1 Methodology	1
1.2 Legal Description	1
2.0 CURRENT PROPERTY INTEREST INFORMATION	3
3.0 TITLE NARRATIVE	3

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APPENDICES

APPENDIX A	Reference Documents
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ATTACHMENTS

REFERENCE DOCUMENTS	A-1 through A-3
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ENFORCEMENT CONFIDENTIAL

1.0 INTRODUCTION

The United States Environmental Protection Agency (U.S. EPA) Region V requested that SAIC identify ownership interest in the railroad right-of-way that runs adjacent to the N-Forcer Site property located at 14300 Henn Street, Dearborn, Wayne County, Michigan. Information obtained from title documents is referenced in this report. Reference documents are listed in Appendix A and are cited as A-1, A-2, etc.

1.1 Methodology

U.S. EPA's primary contact for this work assignment, Ms. Ruth Woodfork, was contacted to discuss the research objectives for this assignment and to obtain specific directions regarding the information to be developed. The SAIC Primary Investigator for this work assignment is Ms. Sara Habert.

SAIC received title documents for the Site on January 7, 2005, from the Wayne County, Michigan, Register of Deeds. The documents cover right-of-way interest in the Site property from 1891 to the present. The condition of title for the Site is described in Section 3.0.

1.2 Legal Description

The right-of-way crosses two parcels of land, identified herein as Parcel A and parcel B. The legal description for the right-of-way property is as follows:

Parcel A:

A parcel of land located in Wayne County, Michigan, one hundred feet in width, lying fifty feet on each side of the center line of the Flint & Pere Marquette Railroad, located and established across the West half of the West half of the East half of the Northeast quarter of Section Seven (7), Town Two (2) South of Range Eleven (11) East;

and

Parcel B:

A parcel of land located in Wayne County, Michigan, one hundred feet in width, lying fifty feet on each side of the center line of the Flint & Pere Marquette Railroad, located and established across the East half of West half of East half of Northeast quarter of Section Seven (7) in Town Two (2) South of Range Eleven (11) East.

ENFORCEMENT CONFIDENTIAL

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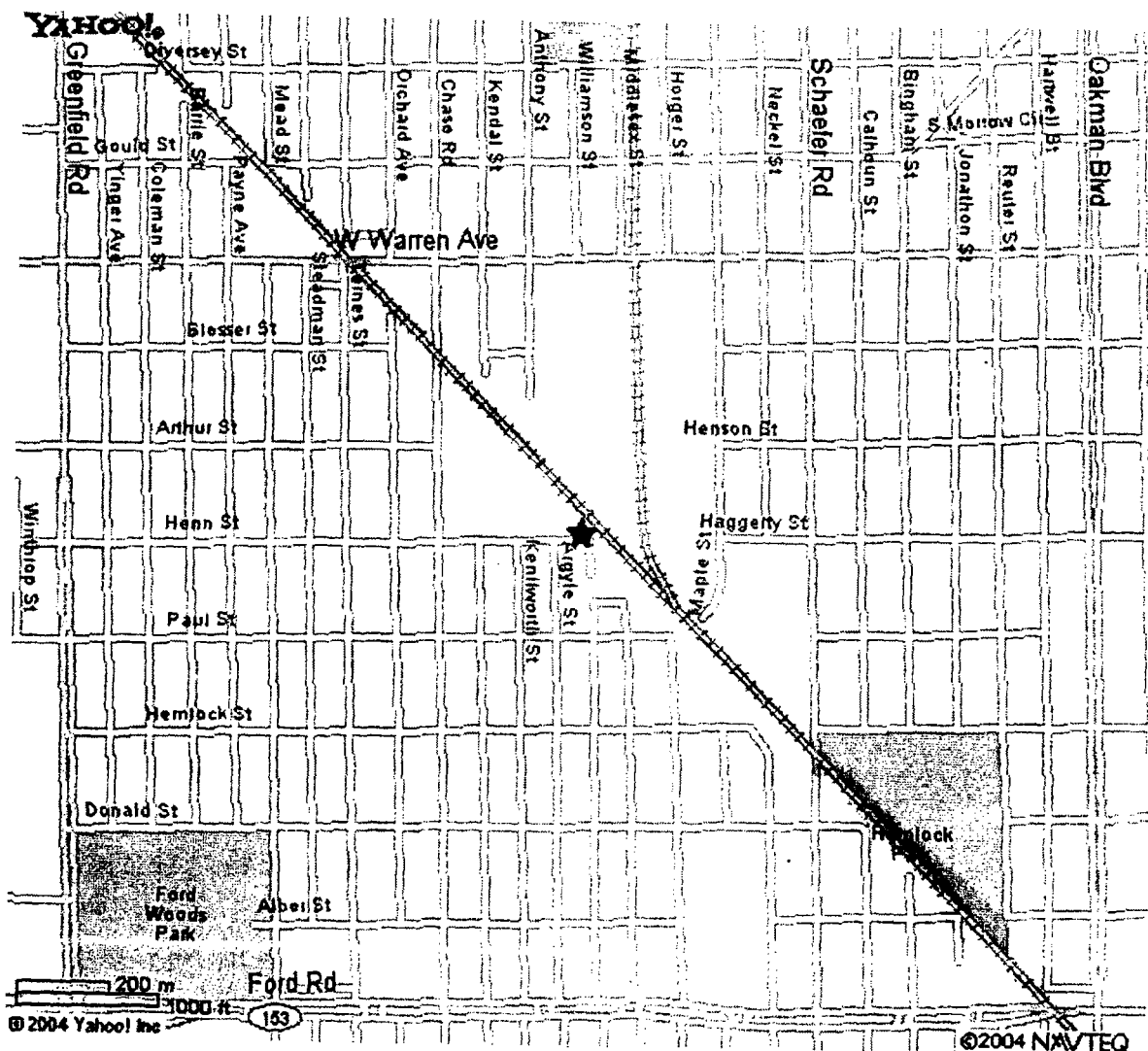
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★ 14300 Henn St Dearborn, MI 48126-4521



When using any driving directions or map, it's a good idea to do a reality check and make sure the road still exists, watch out for construction, and follow all traffic safety precautions. This is only to be used as an aid in planning.

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2.0 CURRENT PROPERTY INTEREST INFORMATION

Through a series of railroad mergers, the right-of-way interest to Parcel A and Parcel B is currently held by CSX Transportation.

3.0 TITLE NARRATIVE

This section summarizes ownership information for the Site from 1891 to the present, based documents obtained from the Wayne County, Michigan, Register of Deeds.

In 1891, Peter Joseph Henn and his wife owned Parcel A. On May 6, 1891, Peter Joseph Henn and his wife granted a right-of-way for railroad purposes across Parcel A to the Flint & Pere Marquette Railroad Company (A-1).

In 1891, Michael Esper and his wife owned Parcel B. On May 15, 1891, Michael Esper and his wife granted a right of way for railroad purposes across Parcel B to the Flint & Pere Marquette Railroad Company (A-2).

On January 1, 1900, The Chicago & West Michigan Railway; the Flint & Pere Marquette Railroad; and the Detroit, Grand Rapids & Western Railway were consolidated into the Pere Marquette Railroad. On June 6, 1947, the Pere Marquette Railway merged into the Carolina, Clinchfield & Ohio Railroad (C&O). In 1973, Chessie Systems, Inc., was formed and Chessie System Railroads was adopted as the new corporate identity for C&O and other railways. On November 1, 1980, CSX Corporation was formed from the merger of Chessie System, Inc., and Seaboard Coastline Industries, Inc. On September 2, 1987, C&O merged into CSX Transportation (A-3).

ENFORCEMENT CONFIDENTIAL

APPENDIX A
REFERENCE DOCUMENTS

APPENDIX A

REFERENCE DOCUMENTS

- A-1 Right of Way Deed. Peter Joseph Henn and Wife, Grantors; The Flint & Pere Marquette Railroad Co., Grantee; dated May 6, 1891; recorded May 15, 1891; Book 364, Page 87
- A-2 Right of Way Deed. Michael Esper and Wife, Grantors; The Flint & Pere Marquette Rail Road Company, Grantee; dated May 15, 1891; recorded May 19, 1891; Book 363, Page 139
- A-3 Rail Heritage, CSX Transportation History; printed from www.csx.com website; printed on 1/11/05

ENFORCEMENT CONFIDENTIAL

ATTACHMENTS

TITLE DOCUMENTS

A-1 Through A-3

A-1

Right of Way Deed

William Teagan and Wife
and George Teagan

Received for Record the 15th day
of May A.D. 1894 at 10²² O'clock A.M.
Elgin A. Hames Sec. Register

The Flint & Pere Marquette
Railroad Co

This Indenture made this seventh day of May in the year eight

hundred ninety one, Between William Teagan and Ann Teagan his wife, and George Teagan of
Redford Wayne County, Michigan, Parties of the first part, and the Flint & Pere Marquette Railroad
Company of Michigan, party of the second part, Witnesseth that the said parties of the first
part, for and in consideration of Thirty three Hundred Dollars, which consideration said parties
of the first part have received from said party of the second part, have granted, bargained and
sold, and by these presents do grant, bargain, sell and convey unto the said party of the second part
its successors and assigns, to be used for railroad purposes only, all the land and premises
situated in the County of Wayne in the state of Michigan, described as follows, to wit: A parcel
of land one hundred feet in width, lying fifty feet on each side of the center line of the Flint
& Pere Marquette Railroad, being the Detroit Spur Track of said Railroad, as located and
established upon and across the lands of said parties of the first part, described as follows to wit:
The south east quarter of south west quarter of section thirty six (36) in town one (1) south of
Range ten (10) East, containing three and sixty nine hundredths (3.9%) acres, said second party
agrees that in constructing its road it will put in cattle guards at the farm crossing on above
property. Together with all and singular, the hereditaments and appurtenances thereto belonging
or in anywise appertaining and all the estate, right, title, claim and demand whatsoever of the parties
of the first part, both legal and equitable, in and to the said premises. To Have and to Hold the
above granted premises, to the said party of the second part, its successors and assigns forever for
the uses above expressed, and the parties of the first part hereby covenant that they are seised in
fee of the premises above granted, that the same are free from encumbrance, and that they will
and all parties claiming under them shall, on the request and at the expense of the
party of the second part, its successors and assigns, make all such further assurance as may reasonably
be required for the more effectual enjoying of said premises, with the hereditaments and appurten-
ances. In Witness Whereof, the parties of the first part have hereunto set their hands and seals
the day and year first above written.

Signed, Sealed and delivered in presence of

Charles Teagan

Edwin Saunders

William Teagan [L S]

Ann Teagan [R S]

George Teagan [L S]

State of Michigan } on this seventh day of May A.D. one thousand eight hundred and ninety one, before
County of Wayne } me a Notary Public in and for said county, personally came the above named
William Teagan and Ann Teagan his wife and George Teagan, known to me to be the persons who
executed the foregoing instrument, and avowedly acknowledged the same to be their free act and deed.

Edwin Saunders

Notary Public in and for Wayne County, Michigan

Right of Way Deed

Peter Joseph Hermon and Wife

Received for Record the 15th day of

May A.D. 1891 at 10²² O'clock A.M.

Elgin A. Hames Sec. Register

The Flint & Pere Marquette Railroad Co

This Indenture made this sixth day of May in the year Eight hundred ninety one
Between Peter Joseph Hermon and his wife of Springwells Wayne County
Michigan, Parties of the first part, and the Flint & Pere Marquette Railroad Company of
Michigan, party of the second part, Witnesseth that the said parties of the first part for
and in consideration of Two thousand and fifty dollars (\$2,050.00), which consideration
said parties of the first part have received from said party of the second part, have granted, bargained and
sold, and by these presents do grant, bargain, sell and convey unto the said party of the second part
its successors and assigns, to be used for railroad purposes only, all the land and premises
situated in the County of Wayne in the state of Michigan, described as follows, to wit: A parcel
of land one hundred feet in width, lying fifty feet on each side of the center line of the Flint
& Pere Marquette Railroad, being the Detroit Spur Track of said Railroad, as located and
established upon and across the lands of said parties of the first part, described as follows to wit:
The south east quarter of south west quarter of section thirty six (36) in town one (1) south of
Range ten (10) East, containing three and sixty nine hundredths (3.9%) acres, said second party
agrees that in constructing its road it will put in cattle guards at the farm crossing on above
property. Together with all and singular, the hereditaments and appurtenances thereto belonging
or in anywise appertaining and all the estate, right, title, claim and demand whatsoever of the parties
of the first part, both legal and equitable, in and to the said premises. To Have and to Hold the
above granted premises, to the said party of the second part, its successors and assigns forever for
the uses above expressed, and the parties of the first part hereby covenant that they are seised in
fee of the premises above granted, that the same are free from encumbrance, and that they will
and all parties claiming under them shall, on the request and at the expense of the
party of the second part, its successors and assigns, make all such further assurance as may reasonably
be required for the more effectual enjoying of said premises, with the hereditaments and appurten-
ances. In Witness Whereof, the parties of the first part have hereunto set their hands and seals
the day and year first above written.

have granted, bargained and sold, and by these presents do, grant, bargain, sell and convey unto the said party of the second part, its successors and assigns, to be used for railroad purposes only, all the land and premises situated in the County of Wayne in the State of Michigan, described as follows, to wit: A parcel of land one hundred feet in width, lying fifty feet on each side of the center line of the Flint & Port Huron Railroad, being the Detroit Spur track of said Railroad, as located and established upon and across the lands of said parties of the first part, described as follows, to wit: The west half of the west half of East half of the North East quarter of section seven (7) and the North half of South half of South West quarter of South West quarter of section eight (8) in town two (2) South of Range Eleven (11) East, containing two acres of land. Together with all and singular the hereditaments and appurtenances thereto belonging or in anywise appertaining, and all the estate, right, title, claim and demand whatsoever of the parties of the first part, both legal and equitable, in and to the said premises. To Have and to Hold the above granted premises unto the said party of the second part, its successors and assigns forever, for the uses above expressed, and said parties of the first part hereby covenant that they are seized in fee of the premises above granted, that the same are free from incumbrances, and that they will, and all parties claiming under the same title hereafter shall, on the request and at the expense of the said party of the second part, its successors or assigns, make all such further assurance as may reasonably be required for the more effectual conveying of said premises with the hereditaments and appurtenances. In Witness Whereof, said parties of the first part have hereunto set their hands and seals the day and year first above written.

Signed, sealed and delivered in presence of
 George H. Fisher
 Edwin Saunders

Peter Joseph Henn
 Frederick Henn
 Mark

LS
 LS

State of Michigan }
 County of Wayne } ss me a Notary Public in and for Saginaw County, personally came the above named
 Peter Joseph Henn and Frederick Henn his wife, known to me to be the persons who executed the foregoing instrument, and a verily acknowledged the same to be their free act and deed.

Edwin Saunders
 Notary Public in and for Saginaw County Michigan

Right of Way Deed

Ellen Sheahan
 To
 The Flint & Port Huron
 Railroad Co

Received for Record the 15th day of
 May A.D. 1891 at 10th o'clock A.M.
 Elgin A. Francis Notary Public

This Indenture made this seventh day of May in the year Eighteen hundred ninety-one, Between Ellen Sheahan of Redford Wayne County Michigan, party of the first part, and the Flint & Port Huron Railroad Company, of Michigan, party of the second part, It is covenanted, that the said party of the first part, for and in consideration of Five Hundred Dollars which consideration said party of the first part has received from said party of the second part, has granted, bargained and sold, and by these presents does, grant, bargain, sell and convey unto the said party of the second part, its successors and assigns, to be used for Railroad purposes only, all the land and premises situated in the County of Wayne in the State of Michigan, described as follows, to wit: A parcel of land one hundred feet in width lying fifty feet on each side of the center line of the Flint & Port Huron Railroad, being the Detroit Spur track of said Railroad, as located and established upon and across the lands of said party of the first part, described as follows, to wit: The West Twelve and one third acres off the West side of the South West quarter of North East quarter of section twenty six (26) Town one (1) South of Range ten (10) East, containing one hundred and thirteen thousandths ($\frac{113}{1000}$) of an acre of land; said first party hereby agrees to remove the house and barn on said premises, and in case she does not do so, then the Company shall be relieved from all liability for damages to said house and barn by fire from said railroad. Together with all and singular the hereditaments and appurtenances thereto belonging or in anywise appertaining, and all the estate, right, title, claim and demand whatsoever of the parties of the first part.

A-2

State of Michigan
County of Wayne
On this First day of May AD one thousand
Eight hundred and Ninety one before me a Notary Public in and for the County
personally came the above named Jacob Stock and Josephine Stock
his wife known to me to be the persons who executed the foregoing instrument
and severally acknowledged the same to be their free act and deed
Edwin Saunders
Notary Public in and for
Wayne County Michigan

Rights of May & Deed
Michael Esper & Wife
The Flint & Pere Marquette
Rail Road Company
Record for Record the 19th day of
May AD 1891 at 11 o'clock A.M.
Edwin Saunders Notary Public

This indenture made the Fifteenth
day of May in the year eighteen hundred ninety one Between Michael
Esper & Mary Ann Esper his wife of Springville Wayne County Michigan
Parties of the first part and The Flint & Pere Marquette Rail Road Company
of Michigan party of the second part that necessity that the said parties
of the first part for and in consideration of Six thousand two hundred
and fifty Dollars and the consideration said parties of the first part have
Received from said party of the second part have granted bargained sold
and by these presents do give sell and convey unto the said party of the
second part in and to the said party of the second part for Rail Road purposes
only all the land described as follows to wit a parcel of land one hundred
feet in width lying between each side of the center line of the Flint &
Pere Marquette Rail Road being the district from the center of said
Rail Road as established upon and across the lands
of said parties of the first part described as follows to wit The North West
quarter of South West quarter and the South East quarter of the South West
quarter of Section Six and the East half of West half of East half of
North East quarter of Section Seven in Town 30 S. & Range
36 W. East Containing Six and 2/3 acres of land. Said second party agree
to cover the well on the land herein conveyed below the surface of the ground
and to permit first parties to construct a horizontal tube about twelve feet
below the surface of the ground to take water from said well if found necessary
to take therefrom The said Mary Ann Esper (formerly Mary Ann Hillmer) executed
this instrument to convey all her title in said property and action to the
said party of the second part. Said second party agree to construct a fence
across near to or on the land on the property conveyed by said party.
Together with all and singular the hereditaments thereto in anywise
thereunto belonging as an implied part of the land and all the estate rights
title claim and demand whatsoever of the parties of the first part but
legal and equitable in and to the said premises.
To have and to hold the above granted premises to the said party
of the second part its Successors and assigns forever. The said Mary Ann
Esper expressed: And said parties of the first part hereby have
bound themselves and their heirs and assigns forever.

and that they will and all parties claiming under the same title hereafter shall on the request and at the expense of the said party of the Second part its Successors or assigns make all such further assurances as may reasonably be required for the more effectual conveying of said Premises with the hereditaments and appurtenances.

In Witness Whereof Said parties of the first part have hereunto set their hands and Seals the day and year first above written.

Signed Sealed & Delivered

In Presence of
George H. Fisher
Edwin Saunders

Michael Esper
Mary Ann Esper

State of Michigan }
County of Wayne }

On the Tenth day of May A.D. One Thousand Eight Hundred and ninety one before me a Notary Public in and for Eginaw County personally came the above named Michael Esper & Mary Ann Esper his wife known to me to be the persons who executed the foregoing instrument and personally acknowledged the same to be their free act and deed

Edwin Saunders
Notary Public in and for
Eginaw County
Michigan

Elizabeth C. Brush
Julian G. Dickinson

Recorded for Record on the 21st day of
May A.D. 1891 at the hour of 2nd o'clock PM
Edwin A. Hennessey Reg. Registrar

This Indenture made the Ninth day of May in the year of our Lord one thousand eight hundred and ninety one between Elizabeth C. Brush Alfred E. Brush and William J. Thompson Trustees under the last Will and Testament of Edmund A. Brush late of the City of Detroit in the State of Michigan deceased of the first part and Julian G. Dickinson and Albert C. F. White of Detroit in the County of Wayne and State of Michigan of the Second part: Witnesseth That the said parties of the first part by virtue of the power and authority to them given in and by the last Will and Testament of the said Edmund A. Brush and for and in consideration of the sum of Three Thousand Two hundred & Fifty Dollars lawful money of the United States of America to them in hand paid by the said parties of the Second part the receipt whereof is hereby confessed and acknowledged have granted bargained sold aliened and confirmed and by these presents do grant bargain sell alien and confirm unto the said parties of the Second part and their heirs assigns forever all that certain parcel or parcel of Land lying & being Situate in the County of Wayne in the State of Michigan & described as the all that part of Private Claim No. 20 known as the Brush Farm bounded and described as follows to-wit Commencing at a point where the East line of the Brush Farm intersects the Center line of Harrison Ave. (formerly Plymouth Ave.) and running thence North 89° 15' East 100 feet to the

A-3

To report an emergency, call 1-800-232-0144

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January 11, 2005

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Rail Heritage

CSX Transportation History

1827

Feb. 28: The Baltimore & Ohio Railroad (B&O), our nation's first common carrier railroad, is chartered in Baltimore; actual construction began in July 4, 1828.

1830

Jan. 27: The Lexington & Ohio Railroad was chartered to build a line between Lexington, Ky., and the Ohio River near Louisville, Ky; actual construction began in 1831 and was completed in 1834 to Frankfort, Ky., reaching Louisville in 1851. It became part of the L&N in 1880.

1830

Feb. 10: The Petersburg Railroad, Atlantic Coast Line Railroad's (ACL) oldest predecessor, was chartered; organized Aug. 28, with construction beginning on Dec. 24, 1832, at Petersburg, Va., southward to Weldon, N.C. The line was completed in 1833.

1830

Aug. 25: Investor Peter Cooper demonstrated the steam locomotive "Tom Thumb" on B&O tracks from Baltimore to Ellicott's Mills, Md., and returned -- a 26-mile trip.

1832

Mar. 8: The Portsmouth & Roanoke Railroad, Seaboard Air Line Railroad's (SAL) oldest predecessor, was chartered; actual construction began in 1833 at Portsmouth, Va., and was completed at Weldon, N.C., in late 1836.

1833

Dec. 21: The Georgia Railroad was chartered; actual construction commenced in Augusta in 1835, pushing westward toward the Chattahoochee Valley in western Georgia. The name "Georgia Railroad and Banking Company" was adopted in 1836.

1834

Jan. 15 The Montgomery Rail Road was chartered; actual construction began March 1, 1836. Following a lease arrangement, the line was sold and became the Montgomery and West Point Rail Road Company in 1843. On Sept. 1, 1870, the line was merged with the Western Rail Road Company of Alabama.

Feb. 25: The Richmond, Fredericksburg & Potomac Railroad Company (RF&P) was chartered.

1836 Feb. 18: The Louisa Railroad Company, Chesapeake and Ohio Railway's (C&O) oldest predecessor, was chartered. In 1850, its name was changed to the Virginia Central Railroad.

Dec. 21: The Western & Atlantic Railroad Company was founded by the state of Georgia through a special legislative act. The 137-mile line between Atlanta and Chattanooga, Tenn., was completed May 9, 1850.

History Menu

[Overview](#)[Corporate Chronology](#)[Rail Heritage](#)[Rail Historical Societies](#)

1845

Dec. 11: The Nashville and Chattanooga Railroad was chartered, and a 152 mile line between the namesake cities was opened on Feb. 11, 1854, which included the 2,228-foot Cumberland Mountain Tunnel. On May 31, 1873, the line became the Nashville, Chattanooga & St. Louis Railroad.

1847

Dec. 27: The Atlantic & LaGrange Rail Road, Atlanta and West Point Rail Road Company's oldest predecessor, was incorporated, and construction commenced in the fall of 1849 from a point southwest of Atlanta toward West Point, Ga., in May 1854. The A&L was renamed the Atlanta and West Point Rail Road Company on Dec. 22, 1857.

1849

The Blue Ridge Railroad was chartered as a state enterprise to construct a railroad over and through the Blue Ridge Mountains of Virginia. The Virginia Central was given rights to the use of this railroad, and the first train entered the Valley of Virginia on April 1, 1854. At the outbreak of the Civil War, the Virginia Central Railroad Company had 192 miles of main line between Richmond and Covington, Va.

1850

Mar. 5: The Louisville & Nashville Railroad (L&N) was chartered, and a 186-mile line was opened between its namesake cities on Oct. 27, 1859.

1852

May 27: The Baltimore, Carroll and Frederick Railroad, the Western Maryland's (WM) oldest predecessor, was chartered, and completion of the line from Baltimore to Hagerstown, Md., was accomplished in 1872. Ten months later, the BC&F became the Western Maryland Rail Road Company.

1853

Feb. 15: The Covington & Ohio Railroad Company was chartered to build a road from Covington, Va., to the Ohio River.

1868

Special acts of Virginia's and West Virginia's legislatures provided for completion of rail lines from Chesapeake Bay to the Ohio River. Under these acts, the Virginia Central Railroad was renamed the Chesapeake and Ohio Railroad. This company succeeded to the rights, interests and privileges of both the Virginia Central and the Covington and Ohio Railroads.

1871

First use of the "Atlantic Coast Line" name.

1873

First use of the "Seaboard Air Line" name.

1878

July 1: The Chesapeake and Ohio Railroad was renamed the Chesapeake and Ohio Railway (C&O). Note, it was reorganized between 1873 and 1878 during receivership.

1880

The properties of the James River and Kanawha Company, a canal enterprise, were acquired by the Richmond and Alleghany Railroad, and the canal towpath was used to build a railroad from Richmond to Clifton Forge, Va. The James River Company, an earlier canal enterprise, was organized in August 1785. George Washington was president of the company and surveyed the towpaths that became

the C&O right of way. The James River Company was succeeded by the James River and Kanawha Company in 1835.

1895

B&O placed the first successful electric locomotive in railroad service. An earlier test of the world's first electric railroad locomotive, the "Page Locomotive," took place on the C&O's Washington Branch in April 1851.

1900

Jan. 1: The Chicago & West Michigan Railway, the Flint & Pere Marquette Railroad and the Detroit, Grand Rapids & Western Railway were consolidated into the Pere Marquette Railroad.

1908

Carolina, Clinchfield & Ohio Railroad (CC&O) was named and formed from several individual companies operating in the area. Construction of those lines began in the 1800s.

1924

The CC&O was leased for 99 years by the ACL and L&N.

1947

June 6: The Pere Marquette Railway, principally a Michigan line, was merged into the C&O.

1957

Aug. 30: Nashville, Chattanooga & St. Louis Railway was merged into the L&N.

1960

C&O filed with the Interstate Commerce commission for authority to acquire stock control of the B&O.

1963

C&O acquired stock control of B&O in February following the ICC's approval on Dec. 31, 1962.

1964

C&O/B&O filed with the ICC for permission to acquire control of the Western Maryland Railway.

1965

C&O filed with the ICC to acquire control of the Chicago South Shore and South Bend Railroad (CSS&SB).

1965

C&O and Norfolk & Western (N&W) announced plans to merge and filed a joint application with the ICC.

1966

ICC authorized C&O to acquire control of the CSS&SB.

1967

July 1: Seaboard Coast Line (SCL) formed by merger of ACL and SAL.

ICC approved control of the Western Maryland by C&O/B&O.

1968

ICC hearing examiner recommended approval of proposed C&O/N&W merger; matter before full commission.

1969

May: Seaboard Coast Line Industries Inc. was formed.

The Evansville, Ind., to Chicago portion of the Chicago & Eastern

Illinois Railroad was purchased by the L&N; also the 135-mile long segment of the Tennessee Central Railroad between Nashville and Crossville, Tenn., was purchased.

Piedmont & Northern Railway Company was merged into SCL.

1971

C&O and N&W ended their merger attempt, following bankruptcy of the Penn Central Railroad.

Aug. 1: Monon Railroad was merged into the L&N.

1972

The term "The Family Lines" was adopted to identify the SCL, L&N, CC&O, the Georgia Railroad and the West Point Route (The Atlanta & West Point Railroad and Western Railway of Alabama).

1973

Chessie System Inc. was formed Feb. 26, and Chessie System Railroads was adopted as the new corporate identity for the C&O, B&O and WM railroads.

1980

CSX Corporation came into being Nov. 1, resulting from the merger of Chessie System Inc. and Seaboard Coast Line Industries Inc.

1983

Seaboard System Railroad Inc. was formed through merger of SCL, L&N, CC&O and the Georgia Group (excluding the Western Railway of Alabama) Jan. 1.

Operation of the Western Maryland Railway was taken over by the B&O, and WM's ownership was assumed by the C&O.

1986

July 1: Seaboard System Railroad Inc. name was changed to CSX Transportation Inc. C&O and B&O continued to exist corporately, though some aspects of the business were handled on an agency basis.

Dec. 2: Board approved B&O merger into C&O.

1987

Apr. 30: B&O merged into C&O.

July 20: Formation of CSX/Sea-Land Intermodal and Logistics is announced.

Sept. 2: C&O merged into CSX Transportation.

1991

Jan. 31: Hays T. Watkins retires.

July 1: CSX Transportation combined three-unit rail structure into one.

Oct. 10: RF&P acquired jointly by Virginia Retirement System and CSX Transportation.

1992

Feb. 14: CSXT entered into negotiations to purchase P&LE's railroad business.

Sept. 14: Three Rivers Railway, a subsidiary of CSXT, purchased remaining rail lines of P&LE (60 miles), already owned the other 50 percent.

1996

Oct. 15: CSX Corporation and Conrail announced strategic merger.

1997

Apr. 8: CSX Corporation and NS agree on division of Conrail.

1998

Federal Surface Transportation Board announced approval of the joint acquisition of Conrail by CSX Corporation and NS.

1999

Mar. 31: CSXT and UP reach historic interchange agreement directing traffic through major gateways connecting the two railroads.

June 1: Operations commenced on the New CSX, which included the acquired Conrail Territory.

July 14: Alvin R. (Pete) Carpenter named vice chairman of CSX Corporation.

2000

Apr. 11: John W. Snow becomes acting president of CSXT.

Nov. 29: Michael J. Ward named president of CSX Transportation Inc.

2001

Feb. 15: CSX Corporation Vice Chairman Alvin R. (Pete) Carpenter retires.

2002

Apr. 23: CSXT President Michael J. Ward elected to the CSX Corporation Board of Directors.

Reference 13



**UNITED STATES ENVIRONMENTAL PROTECTION AGENCY
REGION 5
EMERGENCY RESPONSE BRANCH
9311 GROH ROAD, ROOM 216
GROSSE ILE, MI 48138-1697**

February 7, 2006

Terri Rubis
Arcadis
25200 Telegraph Road
Southfield, MI 48034

Re: Completion of work under Order No. V-W-05-0-816, for the N-Forcer Site (CSXT Property), Dearborn, Wayne County, Michigan (Site ID # B55P)

Dear Ms. Rubis:

The United States Environmental Protection Agency (U.S. EPA) issued a Unilateral Administrative Order (UAO) to CSX Transportation, Inc. (CSXT) effective May 17, 2005, requiring CSXT to perform specified removal actions at the N-Forcer Site. The UAO was issued to address amphibole Libby Asbestos (LA) at and near the surface, in an area with potential access by the public where train traffic could reaerosolize the LA. The UAO required CSXT to, among other things: locate, excavate and remove LA-contaminated soils and surfaces to a maximum depth of 18 inches or otherwise prevent exposure from areas contaminated with 1% or greater levels of asbestos or which may pose an inhalation hazard.

As part of the UAO, the Respondent submitted a Removal Work Plan on June 9, 2005, which was approved, after being amended, by U.S. EPA on July 8, 2005. Site work was initiated during the week of July 26, 2005 and completed on or about August 11, 2005.

Based on my oversight of the Respondents work, my review of the Final Report submitted on December 8, 2005 and pre and final inspections completed by myself and US EPA's consultant, I conclude the respondents have completed the work as required by the Work Plan and the UAO.

This letter documents U.S. EPA's determination the work required by the UAO was completed, except for the payment of oversight costs (which will be billed in the future) and certain ongoing record keeping and related obligations. However, this notice of completion does not release the Respondents from potential future obligations to perform additional work at the site. As noted in the work plan and other correspondence, LA may still exist below 18 inches, so that future site improvements may require additional cleanup and/or controls. Similarly, this notice of completion does not release the Respondents from cost reimbursement, record

keeping or other obligations under the UAO that extend beyond the date of this notice.

Please contact me at (734) 692-7684 if you have questions about this letter.

Sincerely,


A handwritten signature in black ink, appearing to read "Brian Kelly", with a stylized flourish at the end.

Brian Kelly
U.S. EPA OSC

cc: Thomas Geishecker, U.S. EPA
Jason El-Zein, U.S. EPA
Thomas Krueger, U.S. EPA
Ruth Woodfork, U.S. EPA
Paul J. Kurzanski, CSX
R. Craig Hupp, Bodman LLP

Reference 14

Thomas
Krueger/R5/USEPA/US
08/22/2007 02:49 PM

To Ruth Woodfork/R5/USEPA/US@EPA
cc Brian Kelly/R5/USEPA/US@EPA, James
Justice/R5/USEPA/US@EPA
bcc
Subject Re: W.R. Grace Dearborn (N-Forcer Site) PRP Lead 

We filed a proof of claim for the site in the W.R. Grace bankruptcy, so we met the SOL deadline for taking our claim to court against the only viable PRP. The bankruptcy is still proceeding, so we won't know for a while how much of our claim will be paid. We hope that we will get all or most of it. I think it's worth waiting until the end of the calendar year to see where we stand -- if we get full recovery there is no need for a closeout. If not, we should probably discuss in a closeout memo why we wouldn't pursue the rest of the costs against two other minor owner PRPs at the Site, especially in light of cleanup work they did at the Site.

Ruth Woodfork/R5/USEPA/US

Ruth
Woodfork/R5/USEPA/US
08/22/2007 02:32 PM

To
Subject W.R. Grace Dearborn (N-Forcer Site) PRP Lead

Good Afternoon:

Based on the completion date of the final POLREP (8/12/05), the SOL date is approaching soon (8/12/08) for the N-Forcer site. Can you guys please review your files and determine if any further action is needed? If not, I'd like to start the close-out procedures. Thanks

Ruth A. Woodfork
U.S. EPA, Region 5, SE-5J
77 West Jackson Blvd.
Chicago, IL. 60604
Ph: (312) 353-6431

With God All Things Are Possible

Approval:

Richard Karl
Superfund Division Director

Date

Robert A. Kaplan
Regional Counsel

Date

Disapproval:

Richard Karl
Superfund Division Director

Date

Robert A. Kaplan
Regional Counsel

Date

RAK 7/19/08
7/24/08
OK 7/24/08

RAK
8/5/08

OK for
Bm 7-6-08
8/6/08

ENFORCEMENT CONFIDENTIAL

**REGION V
EMERGENCY ENFORCEMENT & SUPPORT SECTION
ROUTE - SLIP FOR CLOSE-OUT MEMO
GREATER THAN 500K**

N-FORCER SITE, DEARBORN, WAYNE COUNTY, MICHIGAN

DATE: ~~06-10-08~~

7/19/08

TO	NAME	SIGN/DATE
Ruth A. Woodfork	ORIGINATOR, SE-5J	RW 7/19
Brian Kelly	OSC/RPM, SE-GI	
BETTY WHITE	COMPTROLLER BRANCH, 10 th fl.	
Thomas Krueger	ORC STAFF ATTORNEY, C-14J	TK 7/21
Deborah Guba Robert A. Kaplan Larry Kyte	ORC SECTION CHIEF, C-14J OK 7/31/08 w/commit.	JG 7/31/08
ROBERT KAPLAN	REGIONAL COUNSEL, C-14J	RAK 8/5/08
BILL MESSENGER	EESS SECTION CHIEF, SE-5J	Y. G. 8/6/08 B. M.
LINDA NACHOWICZ	ERB2 BRANCH CHIEF, SE-5J	LN 8/6/08
RICK KARL	DIRECTOR, S-6J SUPERFUND DIVISION	RK 8-6-08

Rec'd
8/5/08

[] RETURN TO EESS SECRETARY SE-5J

DUE DATE:

2008 08 15

COMMENTS:

Revised March 2008